



# SPIDER-MAN

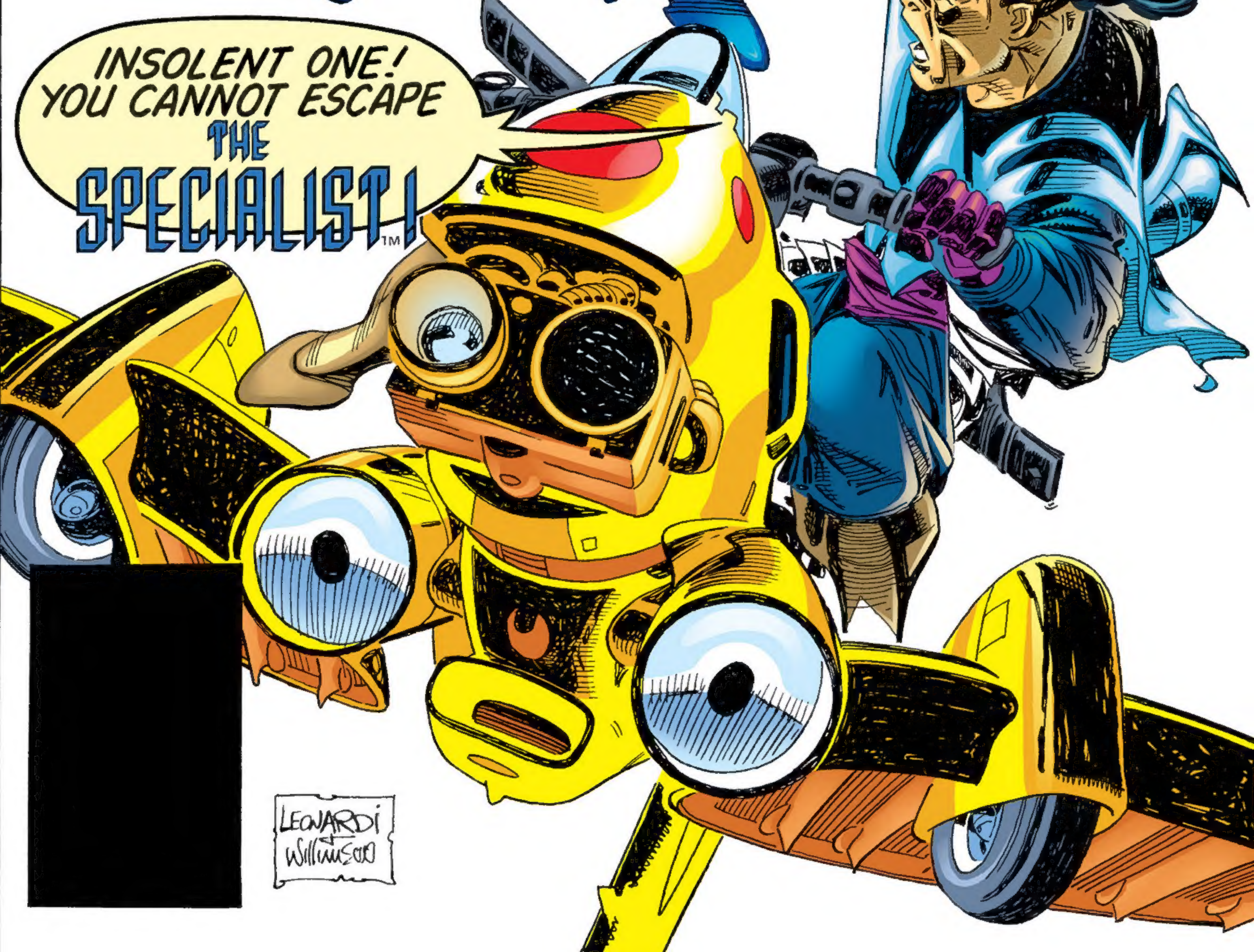
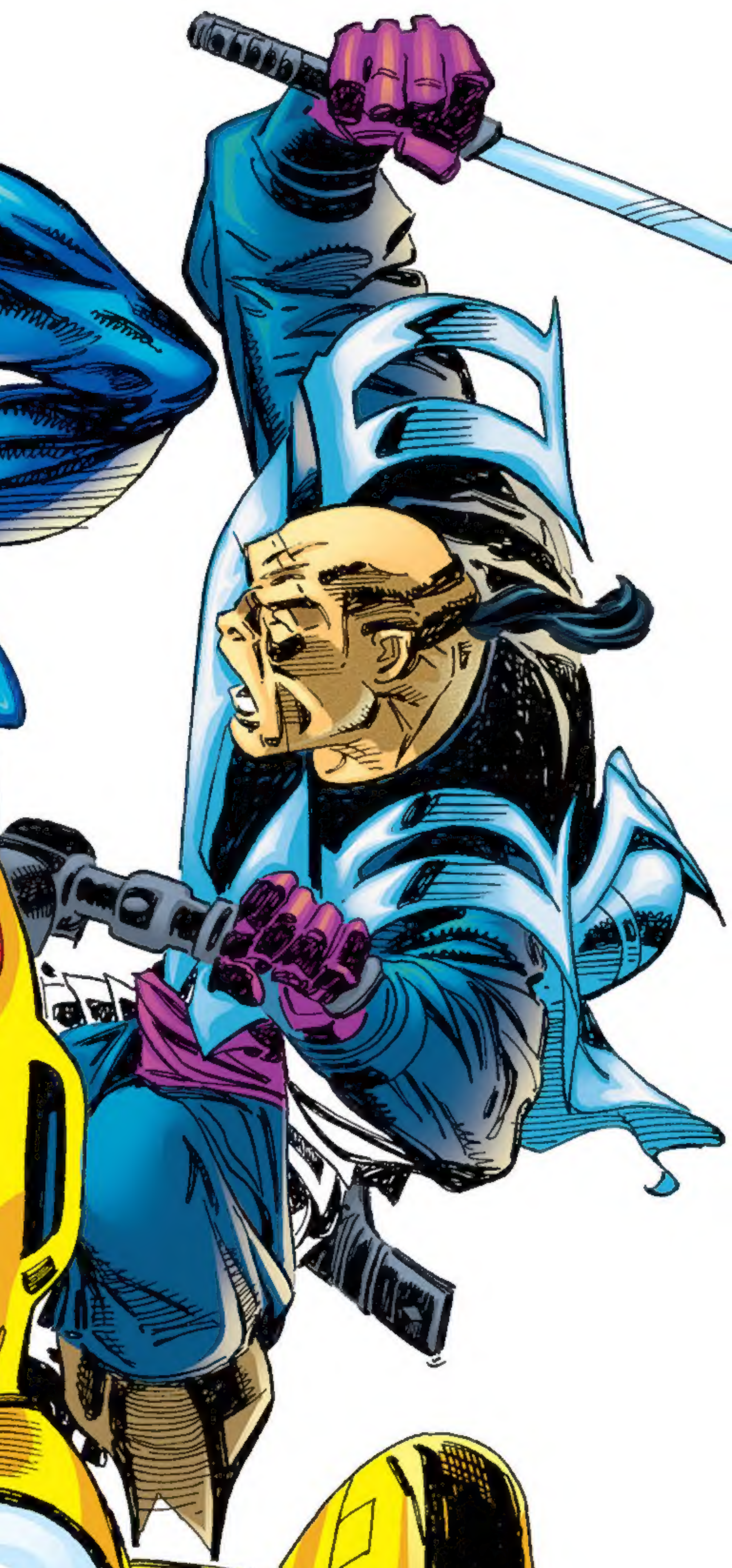
## 20944

**\$1.25 US**  
**\$1.60 CAN**  
**4**  
**FEB**  
© 01165

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

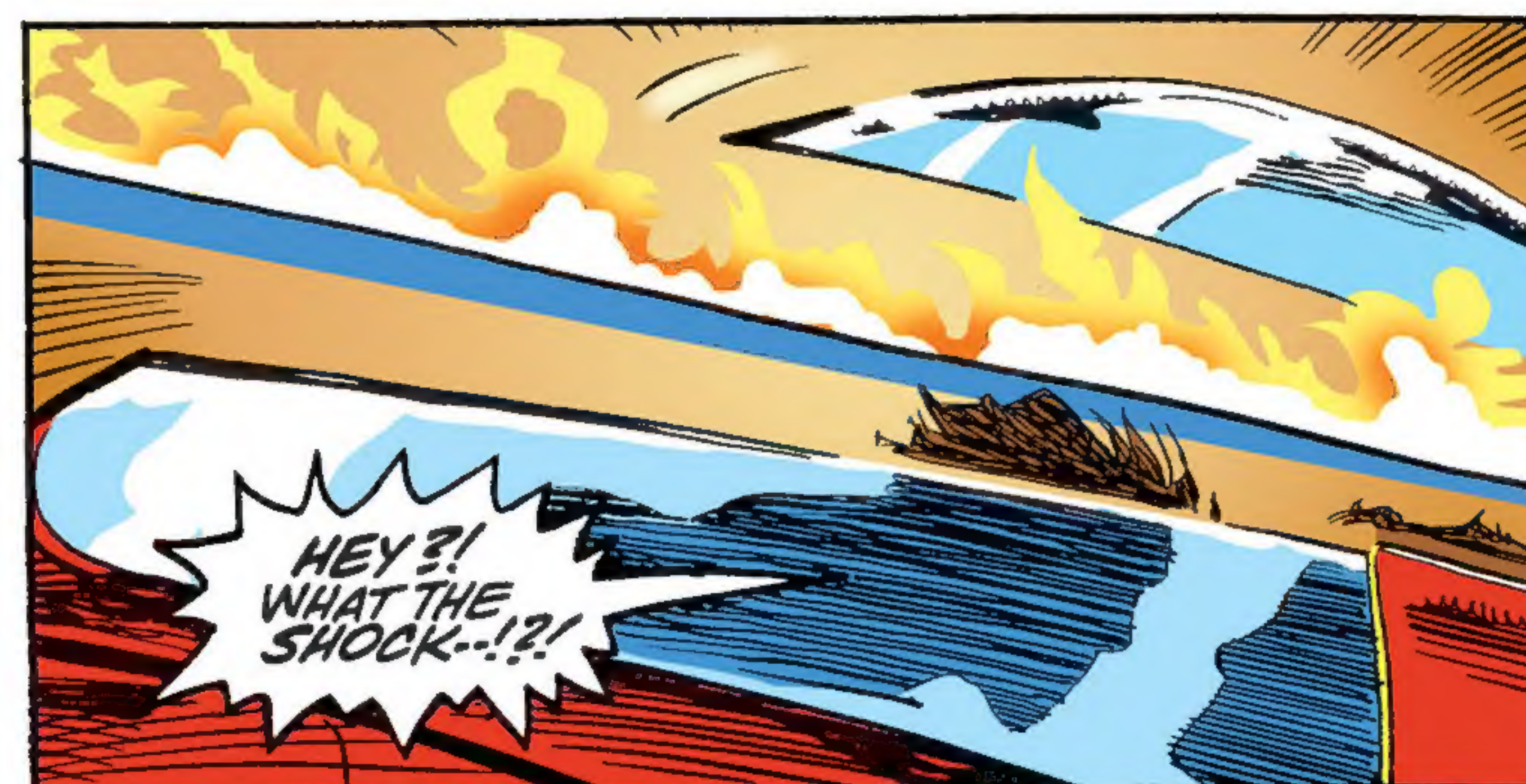
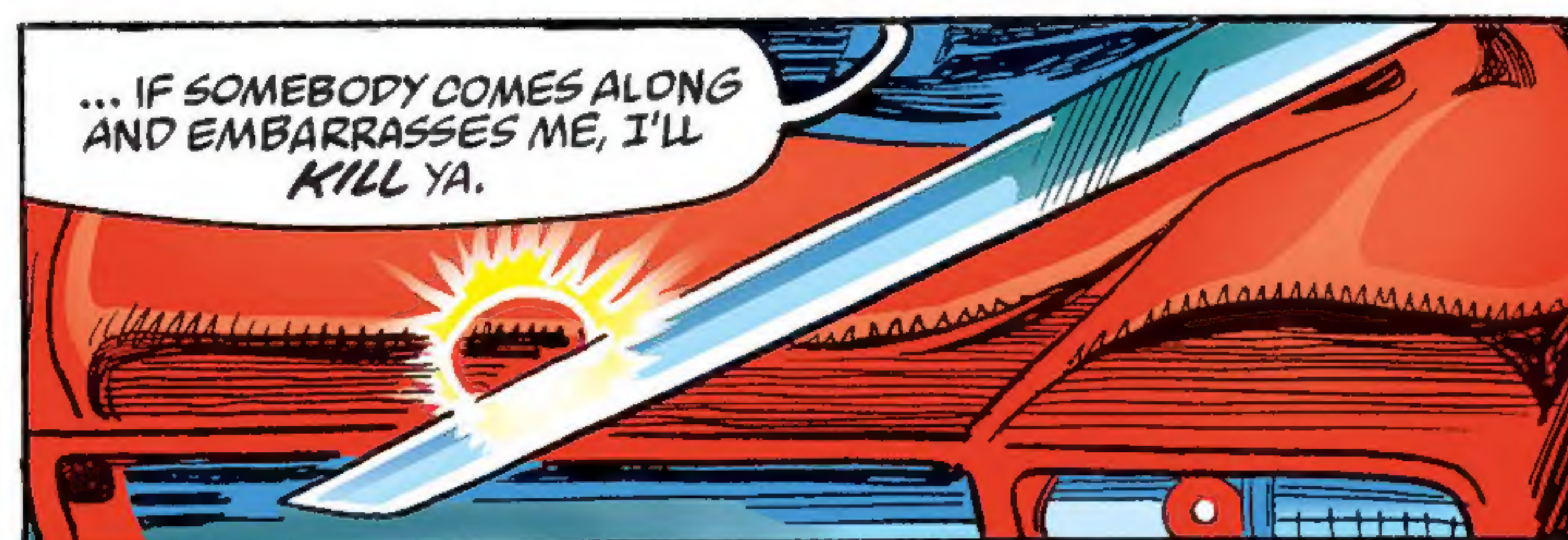


INSOLENT ONE!  
YOU CANNOT ESCAPE  
THE  
SPECIALIST!

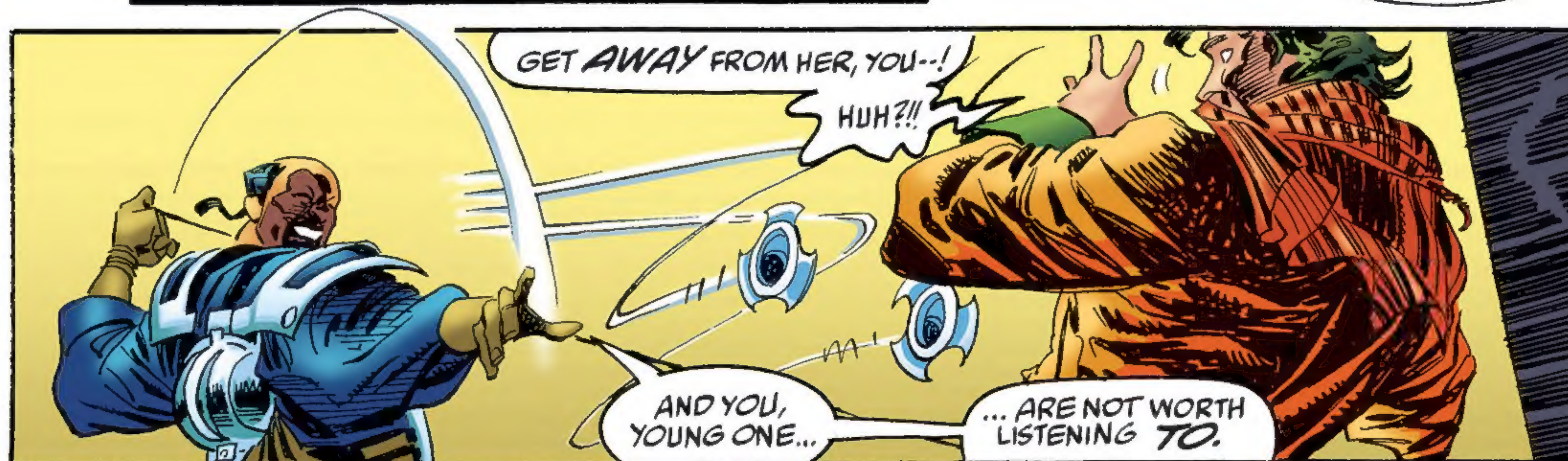


LEONARDI  
WILLIAMSON











BABYLON TOWERS, A NICE  
PLACE TO LIVE... WHEN YOU'RE  
NOT BEING ROUSTED IN THE  
MIDDLE OF THE NIGHT.

ALL RIGHT,  
STONE. WHAT  
IN THE SHOCK  
DO YOU--

WHOOOAAAA!!

# THE SPECIAL ALIST

PETER DAVID  
WRITER

RICK LEONARDI  
PENCILER

AL WILLIAMSON  
INKER

JOEY CAVALIERI  
EDITOR

TOM DEFALCO  
EDITOR IN CHIEF

RICK PARKER  
LETTERER

NOELLE GIDDINGS  
COLORIST



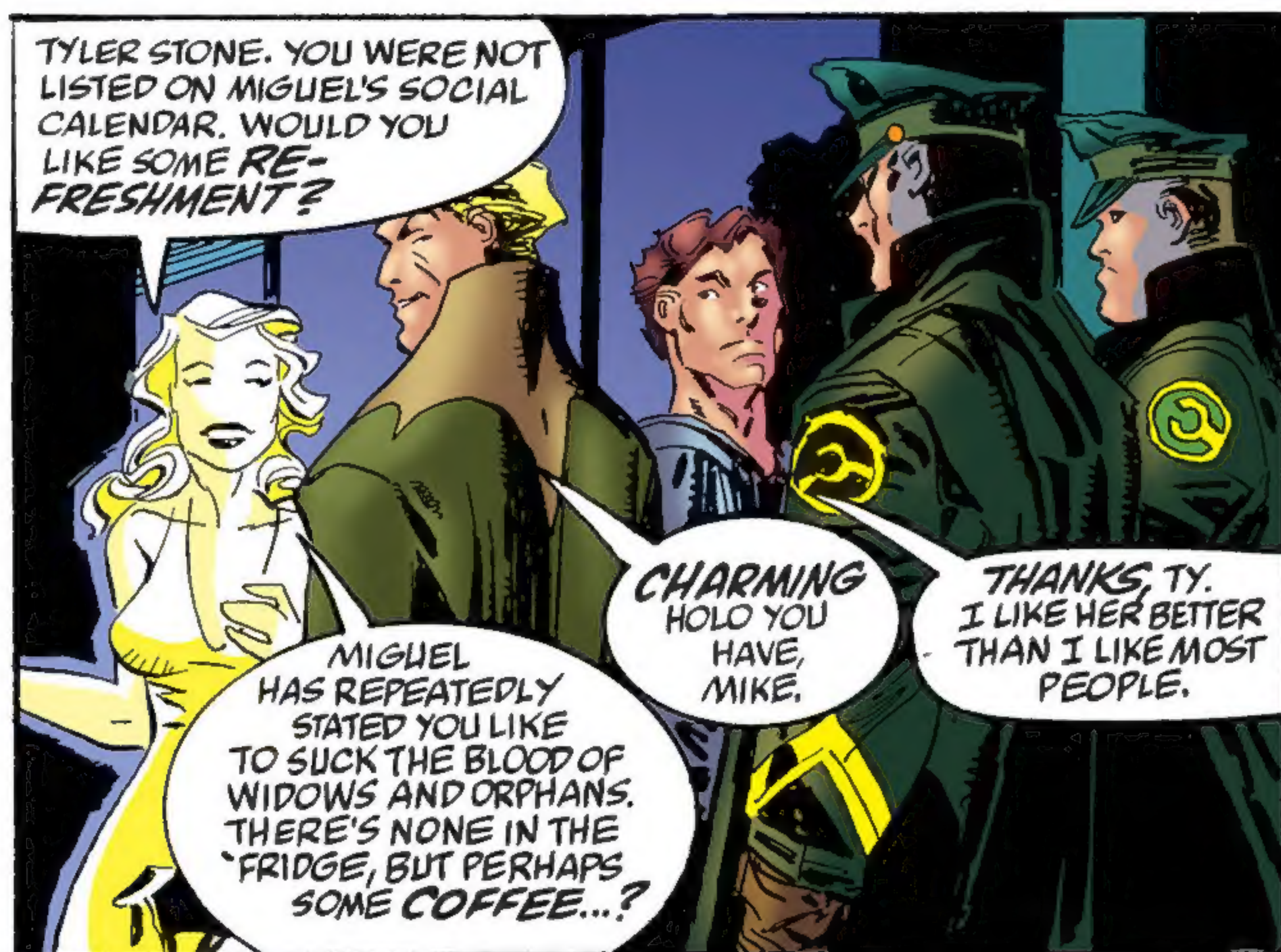


ONLY AN EMPTY ONE, TYLER.

SERGEANT! BEING A TAD OVERZEALOUS, AREN'T WE?

MIKE, HERE IS NO THREAT. ARE YOU, MIKE?

THERE, YOU SEE? PUT HIM DOWN, SERGEANT.



TYLER STONE. YOU WERE NOT LISTED ON MIGUEL'S SOCIAL CALENDAR. WOULD YOU LIKE SOME RE-FRESHMENT?

MIGUEL HAS REPEATEDLY STATED YOU LIKE TO SUCK THE BLOOD OF WIDOWS AND ORPHANS. THERE'S NONE IN THE 'FRIDGE, BUT PERHAPS SOME COFFEE...?

CHARMING HOLO YOU HAVE, MIKE.

THANKS, TY. I LIKE HER BETTER THAN I LIKE MOST PEOPLE.



PRESENT COMPANY INCLUDED, OF COURSE.

OH, MIKE. HOW CAN YOU NURSE A GRUDGE?

I HAVE TOUGH NIPPLES.



SERGEANT SETH, HERE IS ON A BIT OF A HAIR-TRIGGER, MIKE. WE ALL ARE.

THIS "SPIDER-MAN" FELLOW HAS US ON EDGE. AND THE BOARD FELT THAT I SHOULDN'T TRAVEL ANYWHERE WITHOUT BODYGUARDS. THEY'RE WORRIED SPIDER-MAN MIGHT COME AFTER ME NEXT. IN FACT, THAT'S WHAT I'D LIKE TO TALK TO YOU ABOUT.



LET'S LET BYGONES BE BYGONES.

SETH, SHAKE THE MAN'S HAND.

SHAKE HIS...?



HE CAN KEEP HIS HAND. WHAT DO YOU WANT?



PEACE. PEACE BETWEEN *US*... AND, BELIEVE IT OR NOT, PEACE OF *MIND*. I ENVISIONED YOU IN ATTEMPTED WITHDRAWAL FROM THE RAPTURE, TOSSING AND TURNING IN AGONY. THE THOUGHT WAS *SO* DEVASTATING TO ME, I *HAD* TO COME OVER.

OF COURSE, IT SEEMS TO ME NOW THAT YOU APPEAR NONE THE *WORSE* FOR WEAR...WHICH WOULD MEAN, I SUSPECT, THAT YOU'RE GETTING RAPTURE THROUGH THE BLACK MARKET.

I *COULD* HAVE YOU ARRESTED. BUT TO WHAT *END*?

THIS, MIKE, IS *MORE* RAPTURE. AND WE *DO* WANT YOU BACK AT THE COMPANY, MIKE. WE *DO*.

SPIDER-MAN DEALT US SOME *MAJOR* DAMAGE. WE NEED SOMEONE TO SPEARHEAD THE CORPORATE RAIDER PROGRAM. ONLY *YOU* CAN DO IT.

SO LET'S CONSIDER THIS... AN ADVANCE ON *SERVICES* TO BE RENDERED?

YOU WANT *SERVICES*, TY?

GREAT! WE'LL START WITH *FUNERAL SERVICES*! *YOURS*!

YOU'RE SO WILD ABOUT THIS DRUG?! YOU *EAT* IT!!

GHAAK!!

LOOK WHAT TRYING TO SHAKE IT DID FOR ME, TY! *FANGS! TALONS!*

ONE SIDE, PUBLIC EYE-SORE! I WANT TO SEE TY'S PASTY FACE WHEN I TELL HIM...

MIGUEL O'HARA IS SPIDER-MAN!!





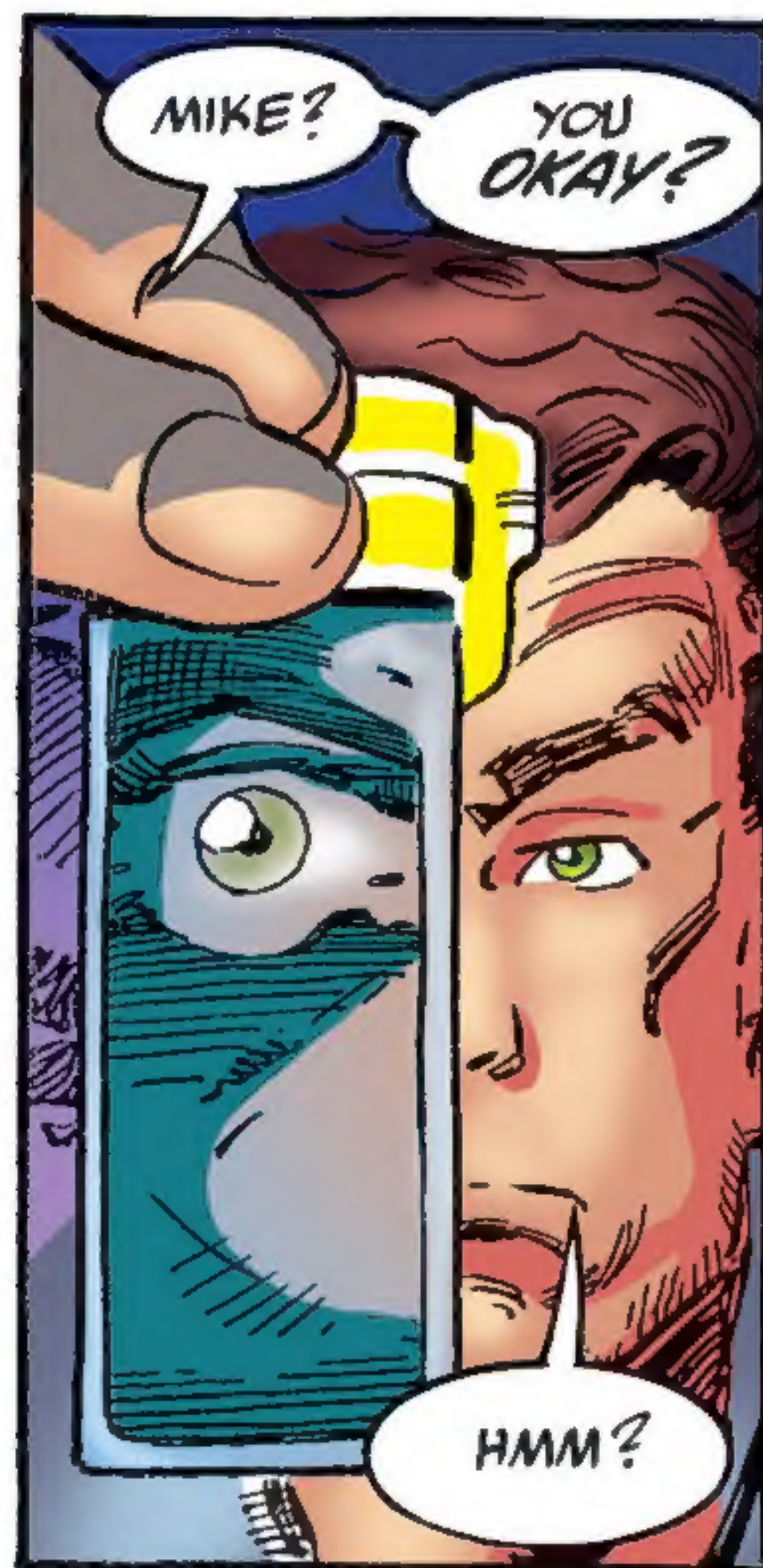
IF ALCHEMAX IS WORRIED ABOUT SPIDER-MAN NOW, JUST WAIT! IT'S GOING TO GET WORSE! A LOT WORSE!

BUT LUCKY YOU, TY! YOU WON'T BE THERE TO SEE IT!



YOU'LL BE ENRAPTURED! UNLESS, OF COURSE...

I JUST TEAR YOUR THROAT OUT WITH MY TEETH, AND--!



MIKE?

YOU OKAY?

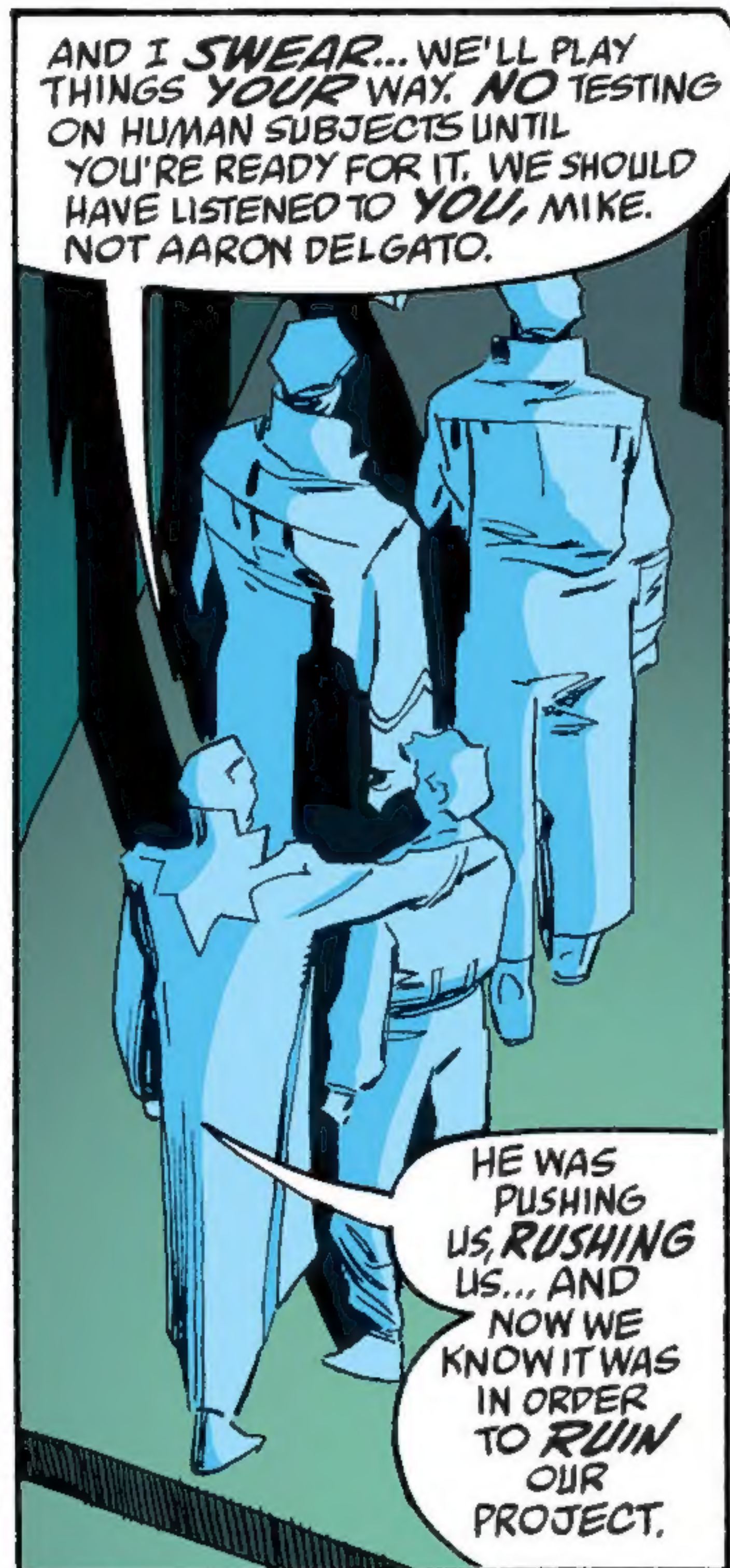
HMM?



JUST...JUST LETTING MY MIND WANDER, TY.

THEN WE'LL GET OUT OF YOUR WAY AND LET YOU GET SOME SLEEP. BUT I'D LIKE TO SEE YOU BACK AT WORK IN THE MORNING.

IT IS THE MIDDLE OF THE NIGHT, AFTER ALL.



AND I SWEAR... WE'LL PLAY THINGS YOUR WAY. NO TESTING ON HUMAN SUBJECTS UNTIL YOU'RE READY FOR IT. WE SHOULD HAVE LISTENED TO YOU, MIKE. NOT AARON DELGATO.

HE WAS PUSHING US, RUSHING US... AND NOW WE KNOW IT WAS IN ORDER TO RUIN OUR PROJECT.



WH-WHAT DO YOU MEAN?

ISN'T IT OBVIOUS, MIKE?

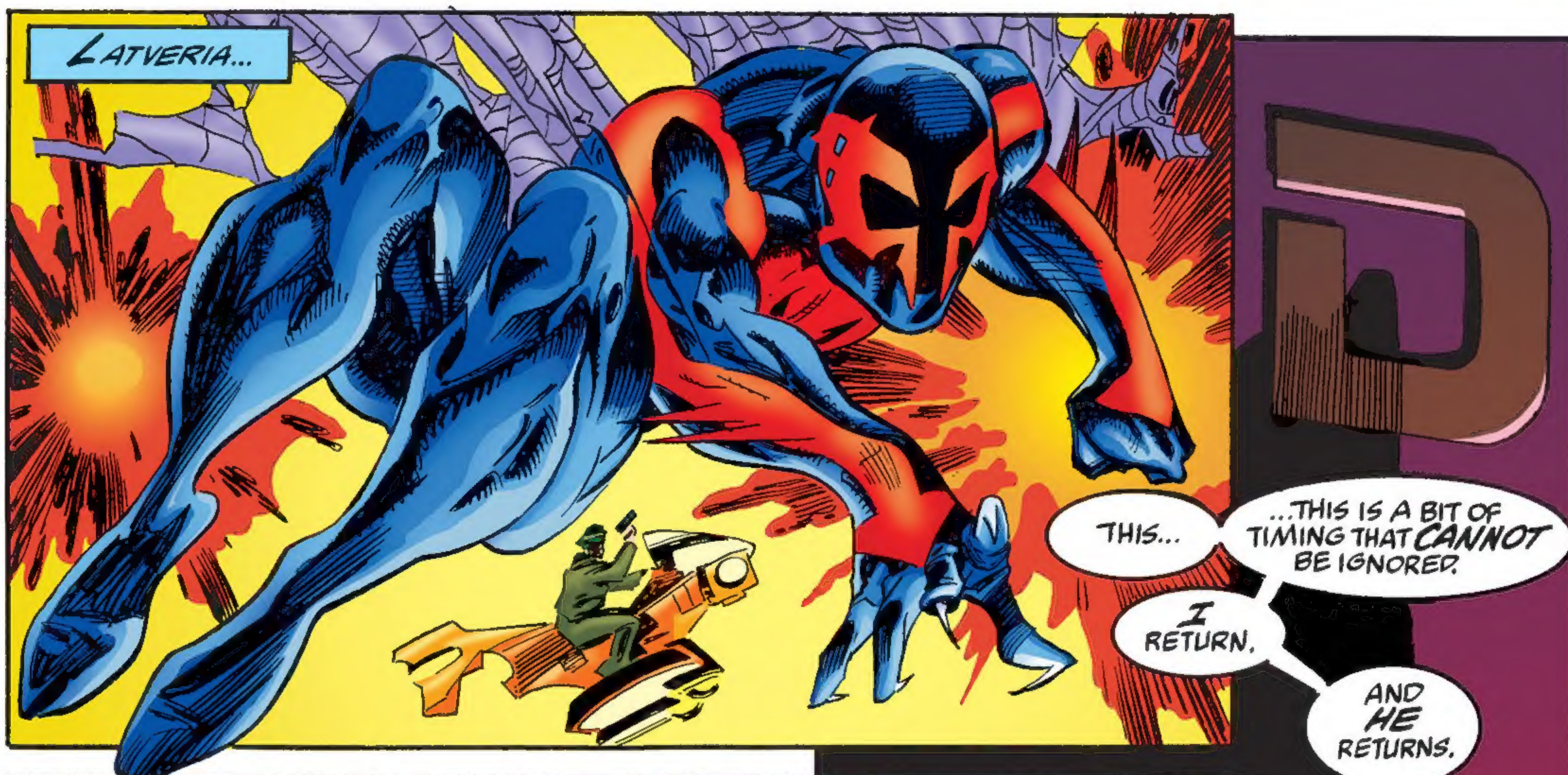
AARON DELGATO IS OUR MYSTERIOUS SPIDER-MAN.

HERE'S THE RAPTURE.



PLEASANT DREAMS.





THIS...

...THIS IS A BIT OF  
TIMING THAT **CANNOT**  
BE IGNORED.

**I**  
RETURN.

**AND**  
**HE**  
RETURNS.

I HAVE  
**NEVER** BELIEVED  
IN COINCIDENCE, THE  
TWISTS AND TURNS OF  
PERSONAL DESTINY,  
YES...

BUT **COINCIDENCE**  
IS A **CRUTCH** FOR THOSE  
WHO CANNOT WALK THE  
PATHS OF FATE UNAIDED.



THE ADVENT OF  
SPIDER-MAN WILL  
BEAR **FURTHER**  
EXPLORATION... AS  
SOON AS I HAVE THE  
OPPORTUNITY  
AND RESOURCES.



AFTER ALL, I  
ENCOUNTERED HIM  
**EARLY** IN HIS FIRST  
CAREER. AND  
DOCTOR DOOM HAS  
**ALWAYS** HAD GREAT  
RESPECT FOR  
TRADITION.



THIS IS A *DEVIATION* IN STANDARD CLOTHING HABITS FOR YOU, MIGUEL.

GENERALLY, YOU DO NOT WEAR UNDER-GARMENTS OF ANY KIND.

WHY DON'T YOU BROADCAST THAT A LITTLE LOUDER, LYLA.

I DO NOT HAVE BROADCAST FACILITIES, MIGUEL, BUT I CAN INCREASE VOLUME TO--

FORGET IT.

THE FACT IS, I STILL DON'T *TRUST* STONE. HE MIGHT HAVE THE APARTMENT SEARCHED. THE *LAST* THING I NEED IS THAT HE FINDS THE COSTUME HERE.

BUT HE'S TOO CAGEY TO BODY-SEARCH *ME*. WOULDN'T WANT TO TIP HIS HAND IF THE STUFF ABOUT AARON WAS A BLUFF, AND IF HE *DOES* TRY TO SEARCH ME, WELL...IF PUSH COMES TO SHOVE...

I CAN REALLY SHOVE BACK NOW.

UHHHH...

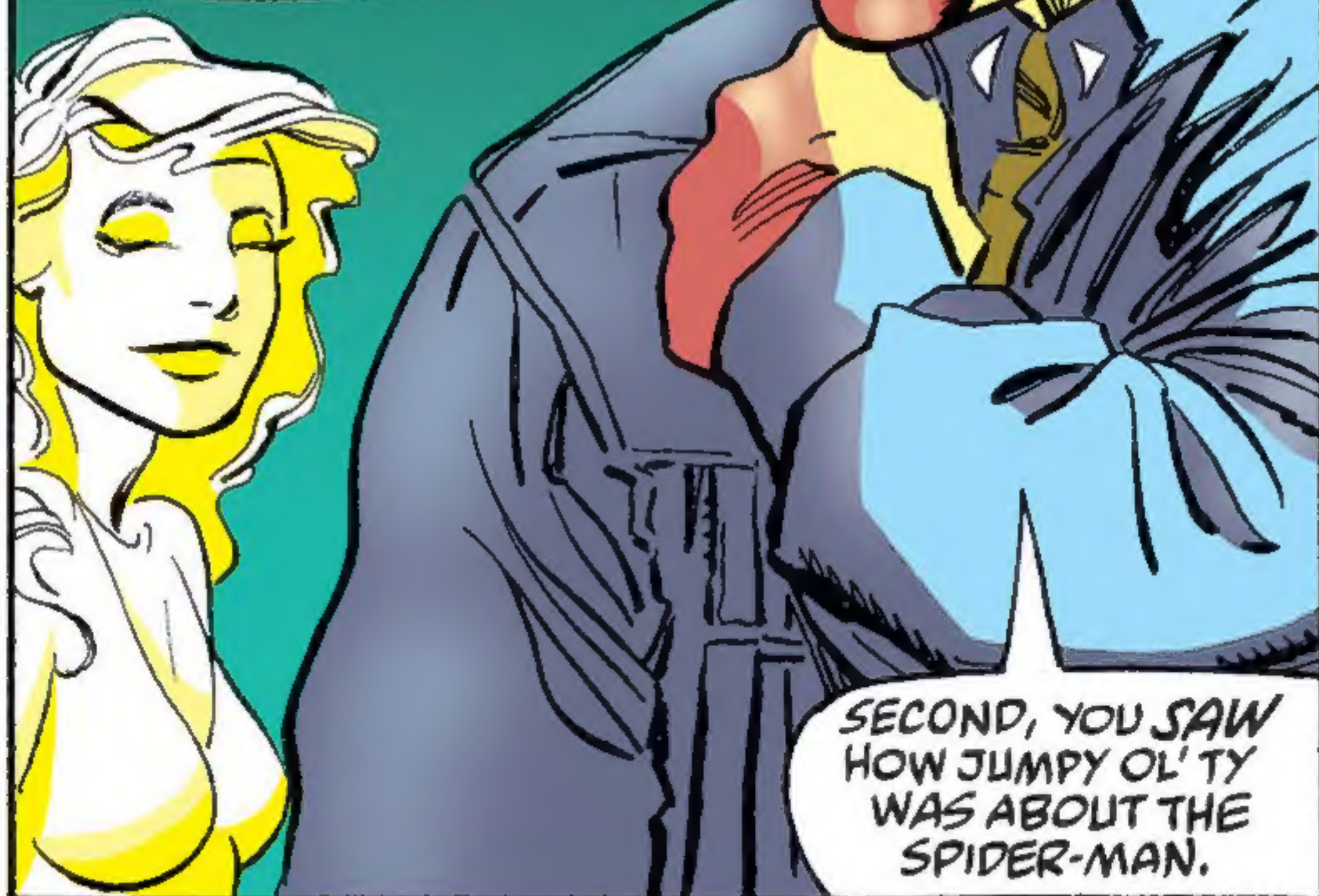
DID IT! I FLATTENED THE TALONS!

THE NEURAL RESPONSES TO MAKE MY POWERS FUNCTION ARE ALREADY IN PLACE. IT'S JUST A MATTER OF *DEVELOPING* THEM.

IF YOU ARE CONCERNED THE COSTUME WILL BE DISCOVERED, WHY NOT SIMPLY *DESTROY* IT?



FIRST OFF, DESTROYING CLOTHES MADE FROM UNSTABLE MOLECULES ISN'T THAT **EASY**. THAT'S THE **WHOLE POINT** OF THEM.



SECOND, YOU SAW HOW JUMPY OL' TY WAS ABOUT THE SPIDER-MAN.

FOR ONCE--FOR **ONCE**--TY AND ALCHEMAX ARE RUNNING **SCARED**. THE **S-MAN** IS THE ONE **RESPONSIBLE** FOR YANKING THEIR CHAIN, AND I'M NOT **READY** TO PUT AN END TO THAT.

AS LONG AS THEY'RE LOOKING OVER THEIR SHOULDERS THEY'LL BE DISTRACTED FROM WHAT I'M **UP TO**.



UP TO?

TY WANTS ME BACK ON THE CORPORATE RAIDER PROGRAM. **FINE**.

EVEN THOUGH THE LAB WAS BLOWN UP, THEY STILL HAVE **PLENTY** OF GREAT RESEARCH FACILITIES. FACILITIES I CAN **USE** TO TRY AND FIND A CURE FOR MY...

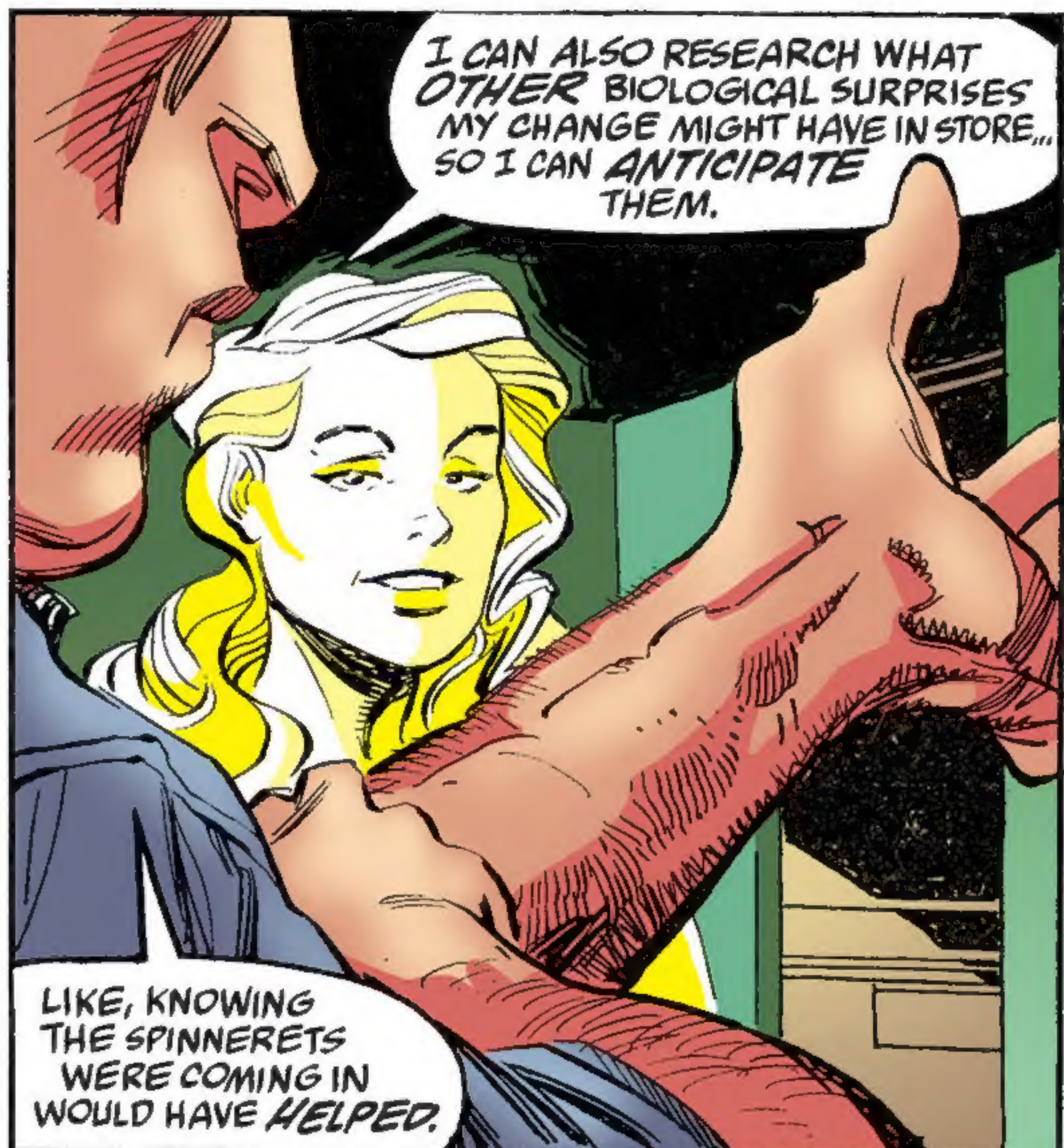


...SITUATION.

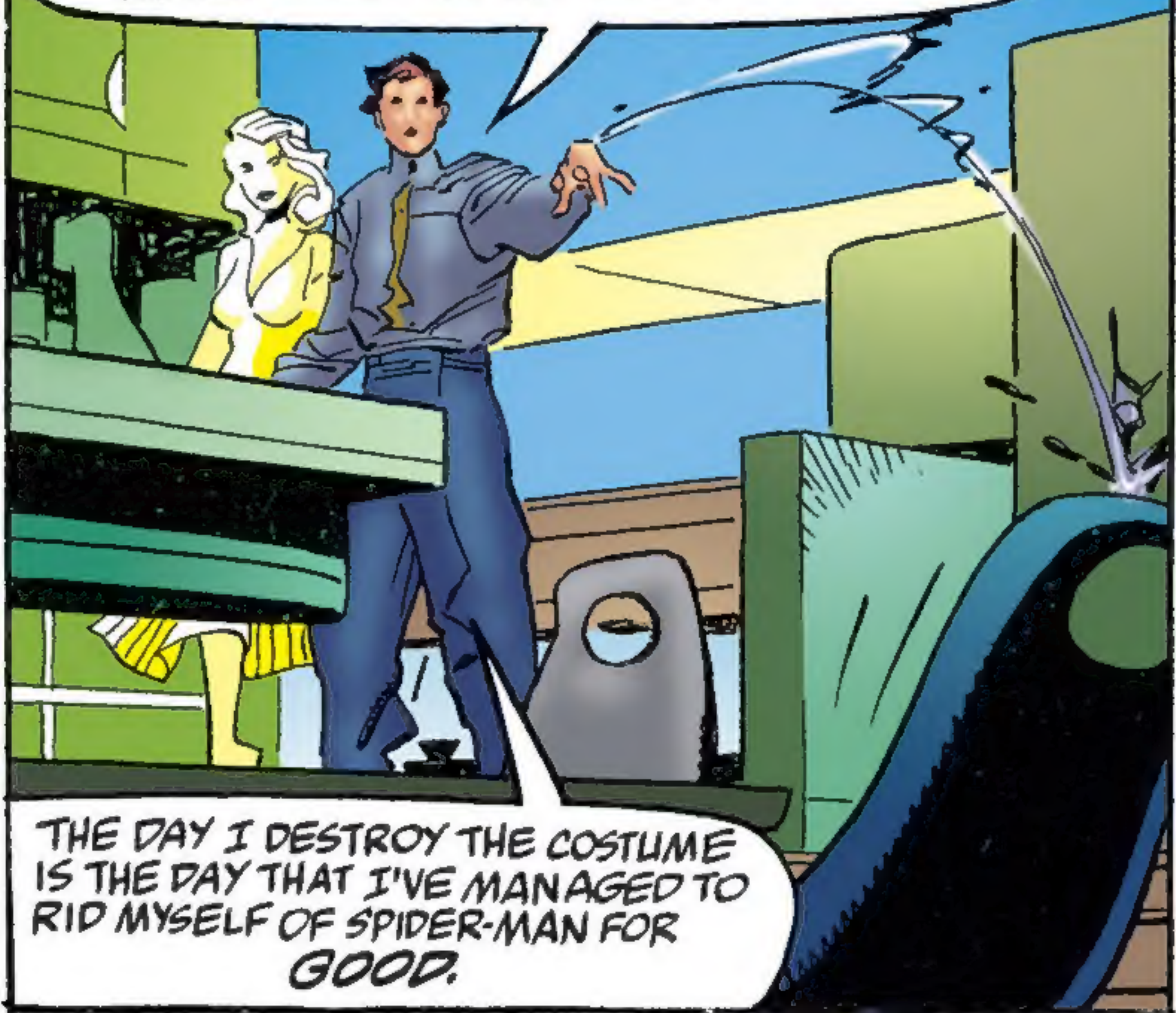


I CAN ALSO RESEARCH WHAT **OTHER** BIOLOGICAL SURPRISES MY CHANGE MIGHT HAVE IN STORE... SO I CAN **ANTICIPATE** THEM.

LIKE, KNOWING THE SPINNERETS WERE COMING IN WOULD HAVE **HELPED**.



AT LEAST THEY STOPPED **ITCHING**. I SHOULD BE **GRATEFUL**. IF I WERE DUPLICATING A SPIDER 100%, I'D BE EATING FLIES AND SHOOTING WEBBING OUT MY BUTTOCKS.

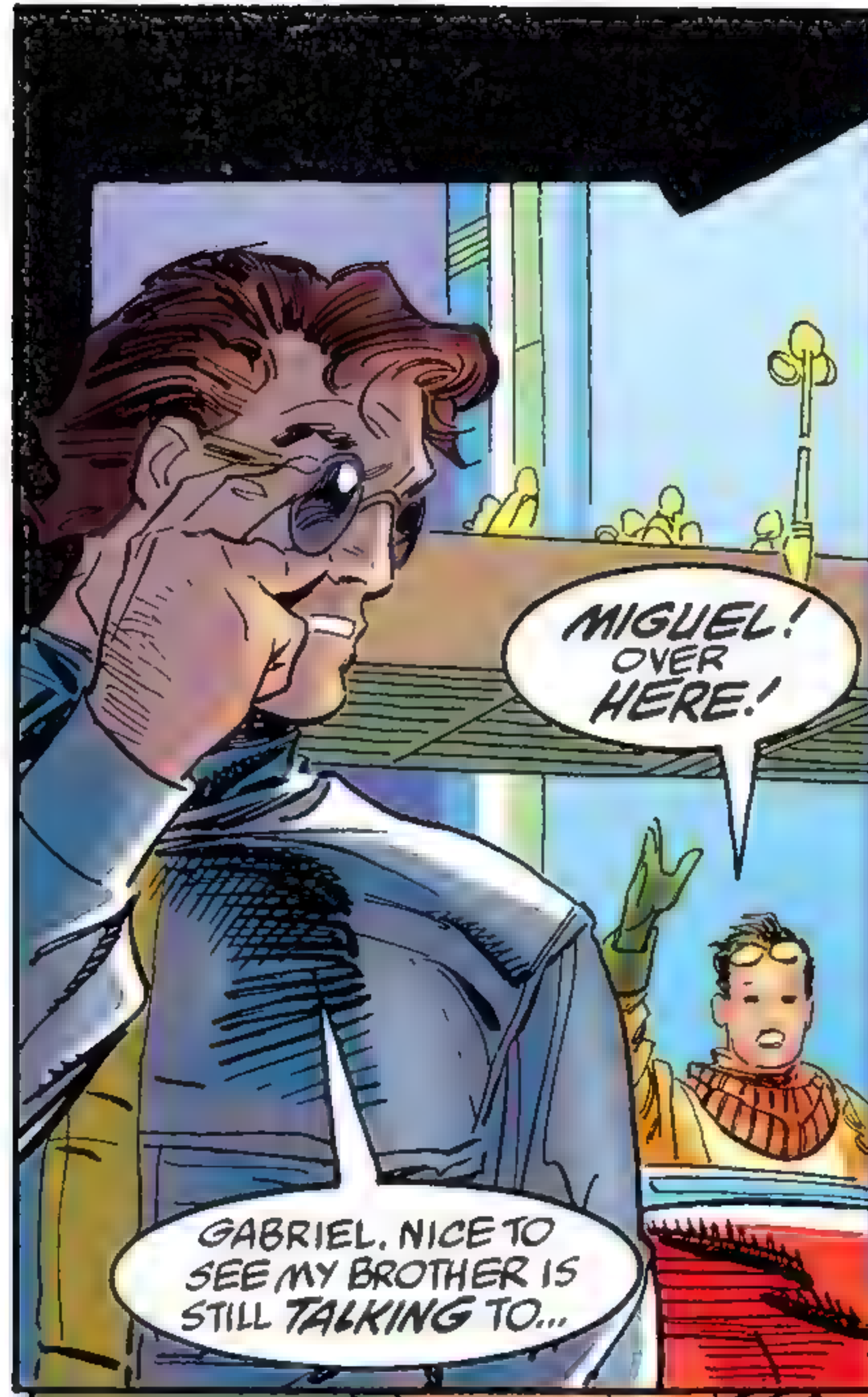


THE DAY I DESTROY THE COSTUME IS THE DAY THAT I'VE MANAGED TO RID MYSELF OF SPIDER-MAN FOR **GOOD**.

HAVE A NICE DAY AT THE OFFICE, **DEAR**!

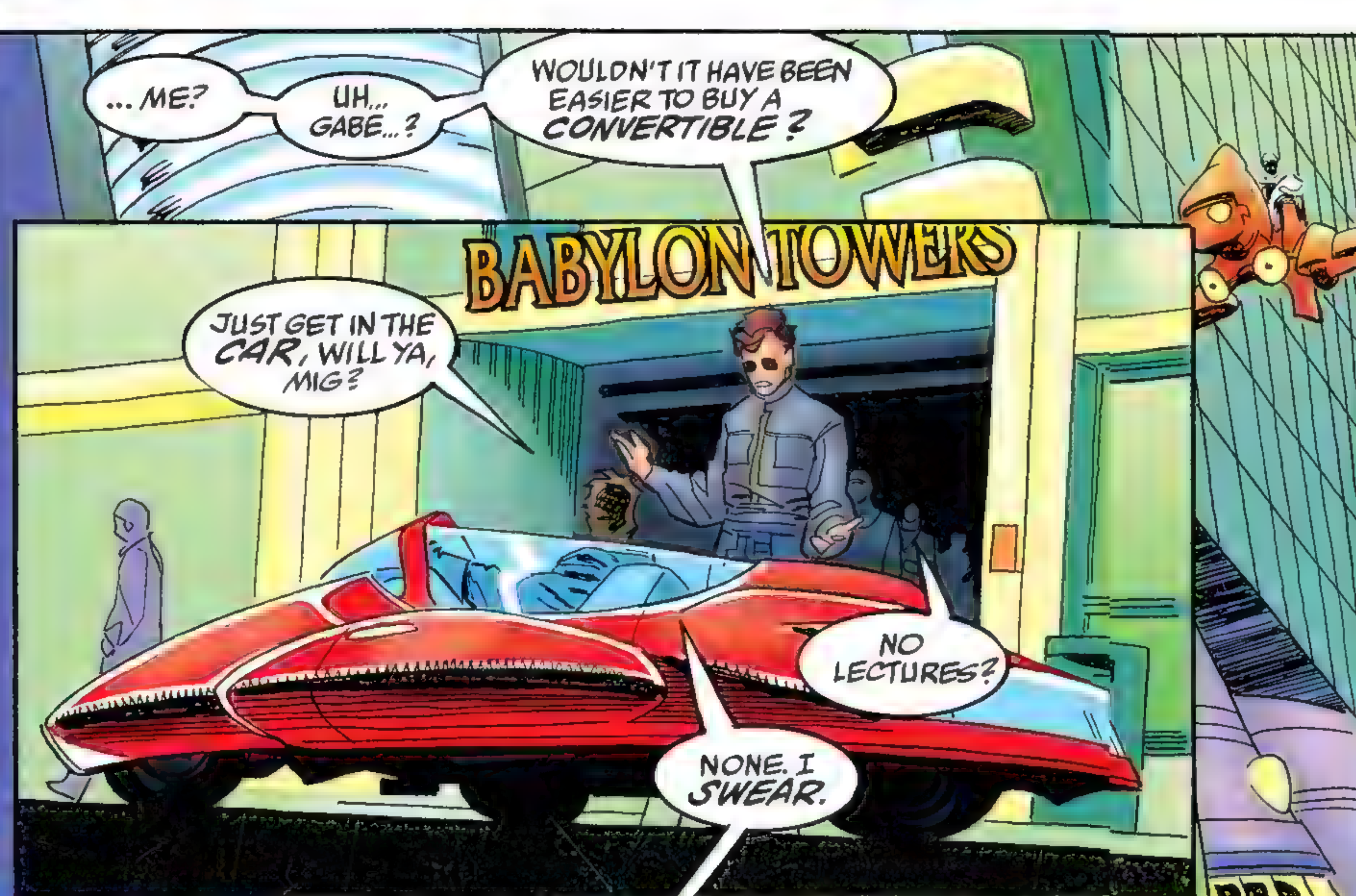






MIGUEL!  
OVER  
HERE!

GABRIEL, NICE TO  
SEE MY BROTHER IS  
STILL TALKING TO...



BABYLON TOWERS

JUST GET IN THE  
CAR, WILL YA,  
MIG?

WOULDN'T IT HAVE BEEN  
EASIER TO BUY A  
CONVERTIBLE?

... ME?

UH...  
GABE...?

NO  
LECTURES?

NONE, I  
SWEAR.

LOOK, THERE'S A  
PROBLEM WITH KASEY.  
THAT'S HOW MY CAR GOT  
"REDECORATED."

IS THIS HOLO ON THE  
DASHBOARD HER?

YEAH.

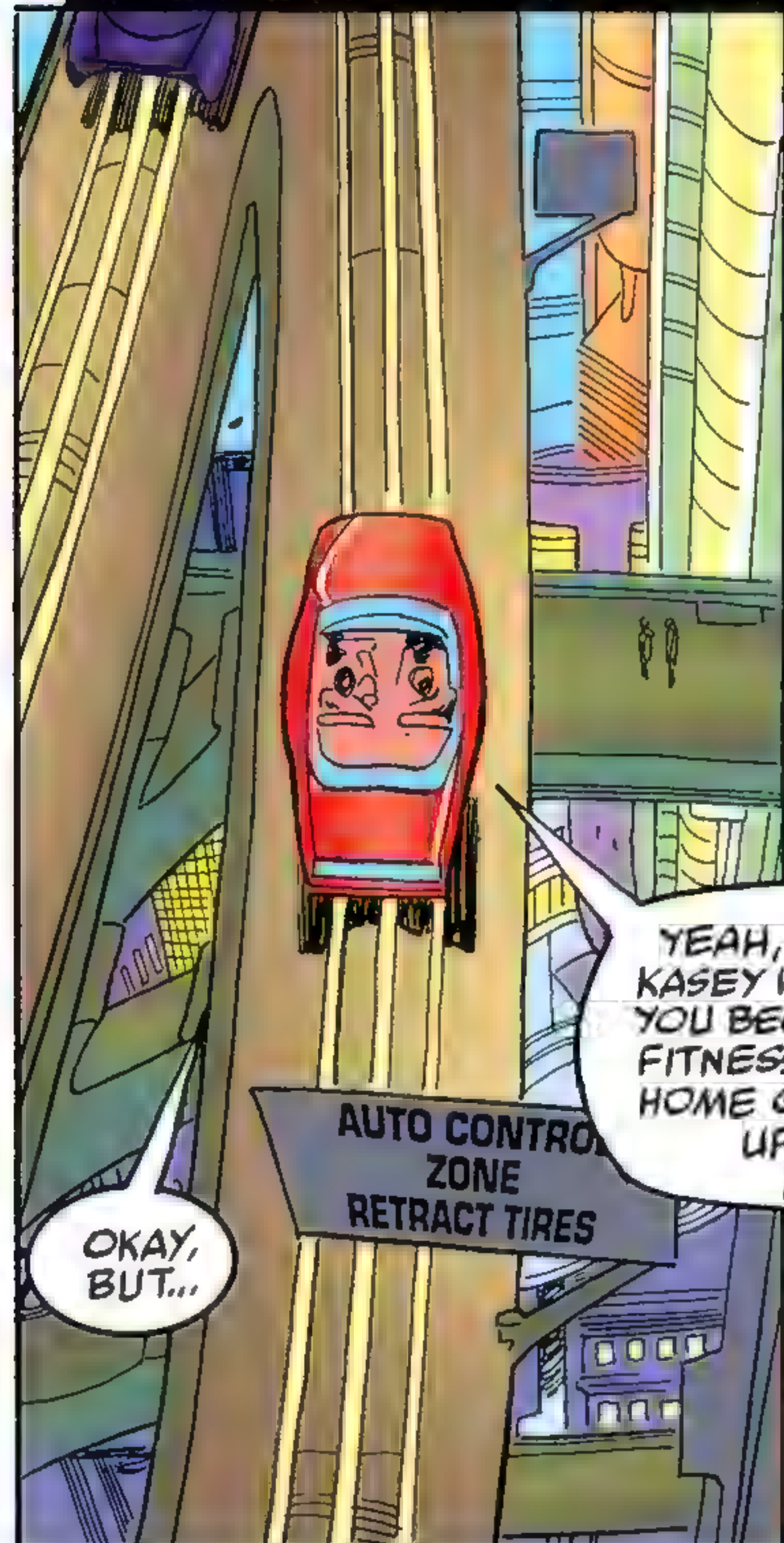


BEFORE THAT THERE WAS  
MICHELLE, AND YOU WERE  
TELLING ME THAT SOCIETY'S  
SOLE HOPE WAS TO DITCH  
TECHNOLOGY, WORSHIP  
TREES, AND EAT ONLY  
OATMEAL.

THEN THERE WAS STACY THE  
NUDIST, AND I HAD TO GET YOU  
OFF THE HOOK WITH THE AUTHORITIES  
AFTER YOU MARCHED WITH...

FOR CRYIN' OUT LOUD, I  
WAS A KID THEN!

THIS ALL  
HAPPENED  
LAST YEAR,  
GABE.



OKAY,  
BUT...

AUTO CONTROL  
ZONE  
RETRACT TIRES

YEAH, RIGHT, AND BEFORE  
KASEY IT WAS LEILANI, AND  
YOU BECAME A PHYSICAL  
FITNESS NUT. YOU BOUGHT A  
HOME GYM SET THAT TOOK  
UP YOUR ENTIRE  
APARTMENT.

SO THAT'S THE  
CHARMER YOU KEEP  
GOING ON ABOUT. THE  
ONE WHO "RAISED YOUR  
CONSCIOUSNESS,"

STOP SOUNDING SO  
SMUG, MIG. SHE OPENED  
MY EYES ABOUT WHAT'S  
GOING ON IN THIS COUNTRY,  
THAT'S ALL. THE SAME WAY  
MY "LECTURES" WERE  
TRYING TO OPEN  
YOURS.

MIG, EVERYTHING  
THAT KASEY MADE ME  
REALIZE IS TRUE, AND  
SHE'S IMPORTANT TO  
ME! AND SHE'S IMPORTANT  
TO SOMEONE ELSE, TOO,  
BECAUSE SOME NUT WITH  
A SWORD KIDNAPPED  
HER!

COME  
AGAIN?

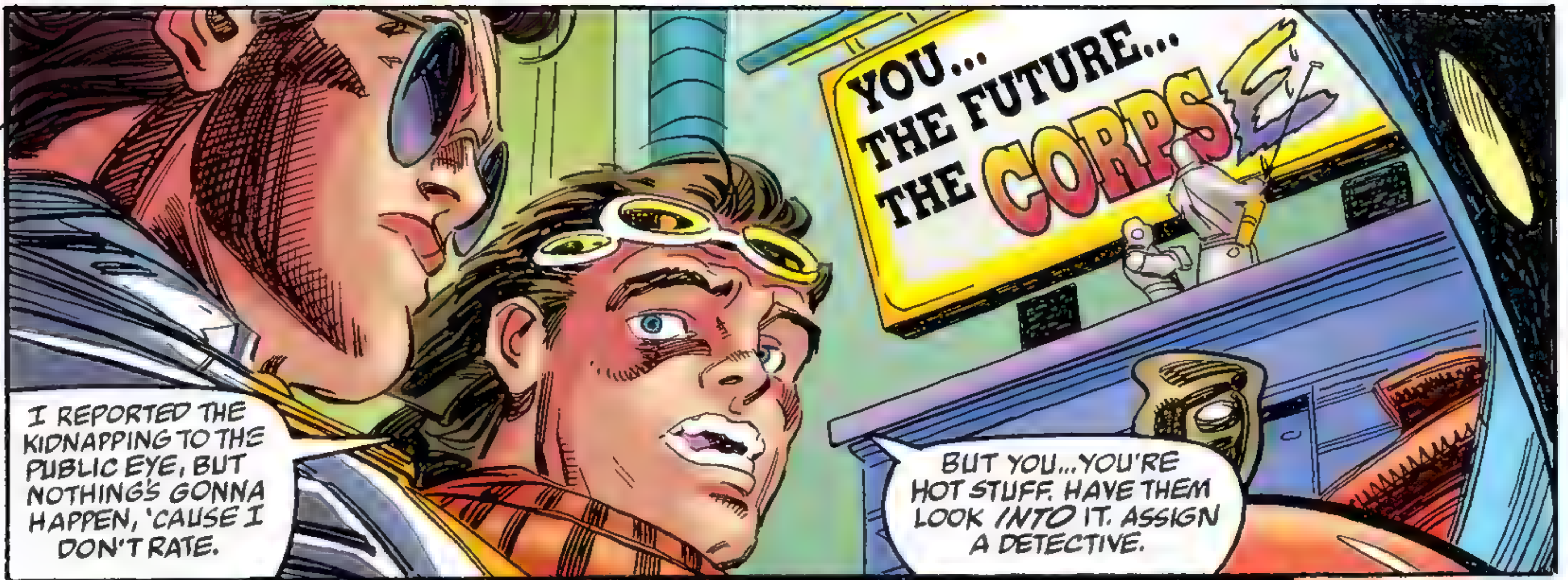
KASEY AND I WERE  
MAKING OUT IN AN ALLEYWAY,  
AND THIS... THIS SAMURAI  
GUY COMES OUT OF NOWHERE,  
WHACKS THE TOP OFF MY MAG  
CAR, AND TAKES OFF WITH  
HER.

YOU GOTTA  
HELP ME,  
MIKE.

ME?  
WHY?!

'CAUSE YOU'RE  
TIED IN WITH  
ALCHEMAX.  
SO MAKE IT WORK  
POSITIVELY  
FOR ONCE.





I REPORTED THE KIDNAPPING TO THE PUBLIC EYE, BUT NOTHING'S GONNA HAPPEN, 'CAUSE I DON'T RATE.

BUT YOU...YOU'RE HOT STUFF. HAVE THEM LOOK INTO IT. ASSIGN A DETECTIVE.



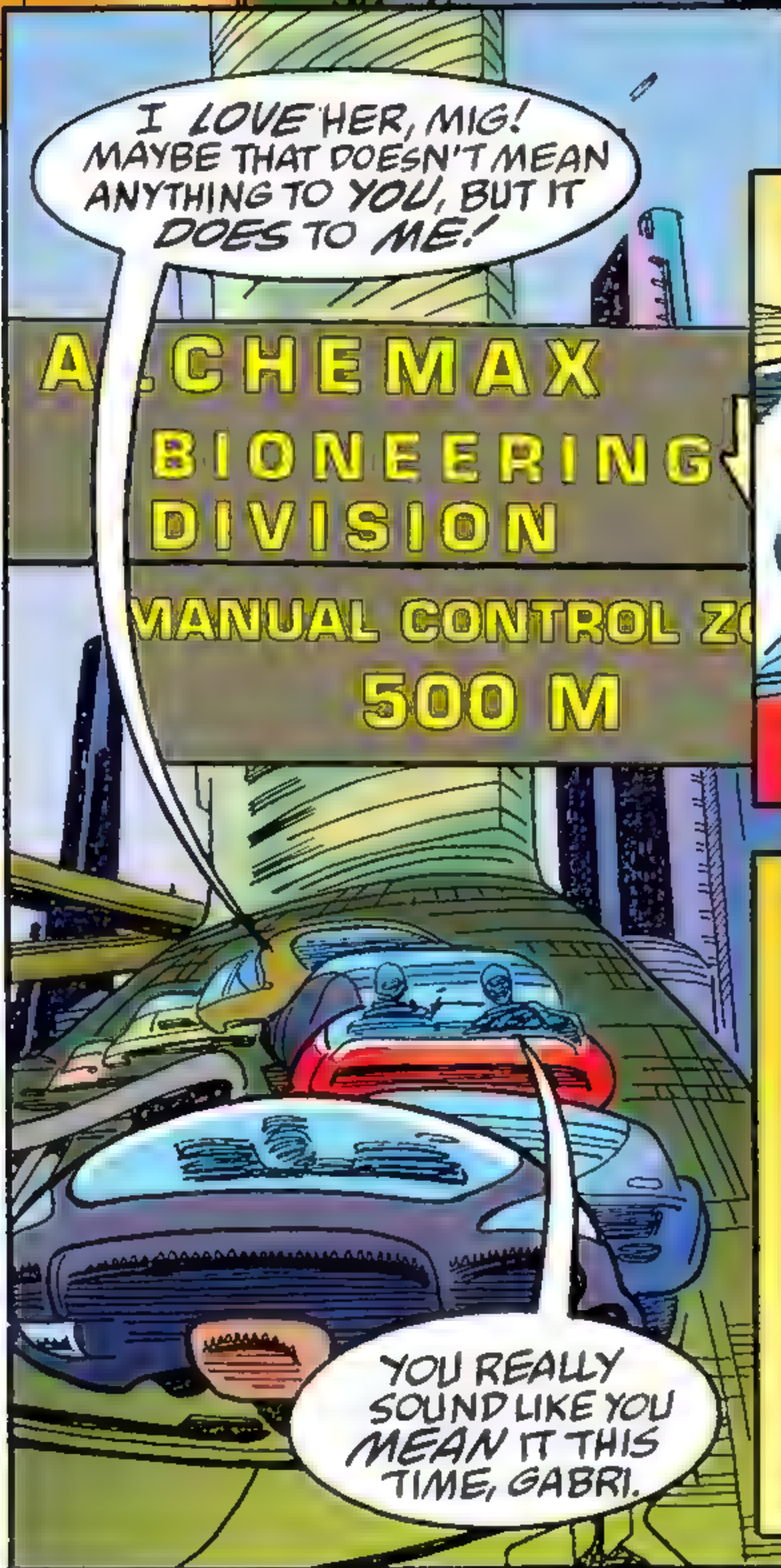
SOME-THING.

I'LL DO WHAT I CAN, GABE. NO PROMISES. BUT FROM THINGS YOU'VE TOLD ME IN THE PAST...



... ABOUT THE KINDS OF NUTS KASEY RUNS AROUND WITH... WELL, THIS MIGHT BE SOME INTRAGROUP SQUABBLE.

IT MIGHT BE NONE OF YOUR BUSINESS. IT'S SURE NONE OF MINE.

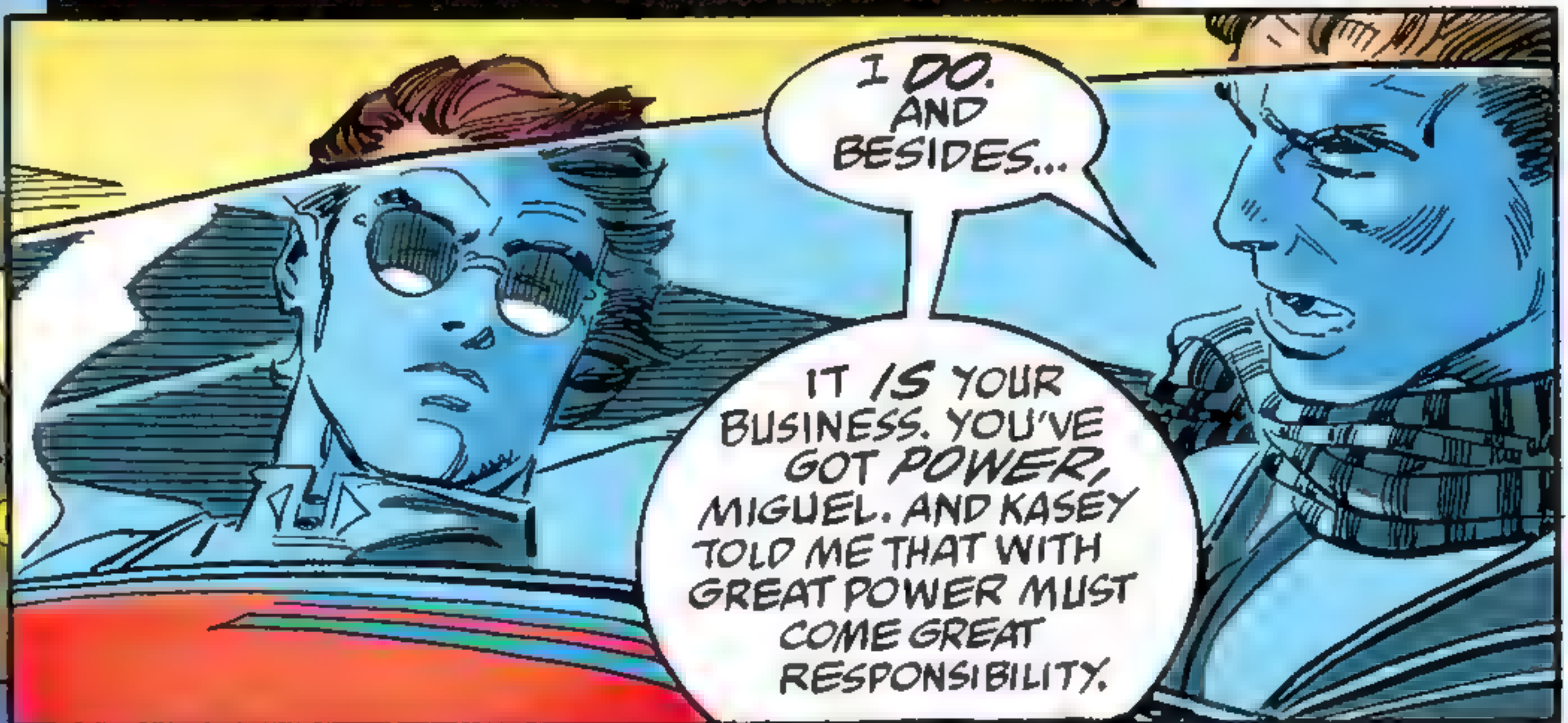


I LOVE HER, MIG! MAYBE THAT DOESN'T MEAN ANYTHING TO YOU, BUT IT DOES TO ME!

A. CHEMAX  
BIONEERING  
DIVISION

MANUAL CONTROL Z  
500 M

YOU REALLY SOUND LIKE YOU MEAN IT THIS TIME, GABRI.



I DO. AND BESIDES...

IT IS YOUR BUSINESS. YOU'VE GOT POWER, MIGUEL. AND KASEY TOLD ME THAT WITH GREAT POWER MUST COME GREAT RESPONSIBILITY.



...

KASEY READS TOO MANY FORTUNE COOKIES.



YOU SEE, MIKE? WE'VE  
SCALED THE ENTIRE PROJECT  
BACK. YOU WEREN'T HAPPY,  
AND IF YOU'RE NOT HAPPY,  
WE'RE NOT HAPPY.

BY THE WAY, MIKE, WHY DID YOU ASK  
THAT THE LIGHTS BE LOWERED? YOU  
NEVER HAD A PROBLEM WITH THAT  
BEFORE.

RAPTURE'S  
MADE ME A  
LITTLE LIGHT  
SENSITIVE,  
THAT'S ALL.

SPIDER-MAN.

LET ME TELL MY  
SECRETARY TO CANCEL  
MY 10 O'CLOCK APPOINT-  
MENT, AND THEN WE CAN  
GO UP TO MY OFFICE AND  
CHAT.

WHAT I  
WANT TO  
KNOW IS,  
WHAT  
MAKES YOU  
SAY AARON  
IS THIS...  
WHAT'S HIS  
NAME?

ELSEWHERE IN  
ALCHEMAX...

IF I'M BEING ARRESTED, I  
DEMAND PROPER TRIAL! YOU  
CAN'T JUST SCARF ME AWAY  
AND DO WHATEVER YOU--

YOU HAD YOUR TRIAL.  
IT WAS THREE MONTHS AGO,  
AND YOU WERE IN ABSENTIA,  
I FEAR.

MISS NASH, IN  
ADDITION TO  
THE OTHER  
CRIMES OF  
TERRORISM  
YOU'RE  
ASSOCIATED  
WITH, YOU  
HAVE BEEN  
QUOTED AS  
SAYING "THE  
CORPS DO  
WHATEVER  
THE SHOCK  
THEY  
WANT."

AND YOU'RE  
OUT TO PROVE  
I'M RIGHT?

IN THIS CASE,  
YOU ARE. ALCHEMAX  
HAS PURCHASED  
YOUR CRIMINAL RECORD  
AND DISPOSITION THEREOF.

HELPS CLEAR OUT  
JUDICIAL BACKLOG.  
WHICH MEANS  
YOU'RE AT  
OUR  
DISPOSAL.

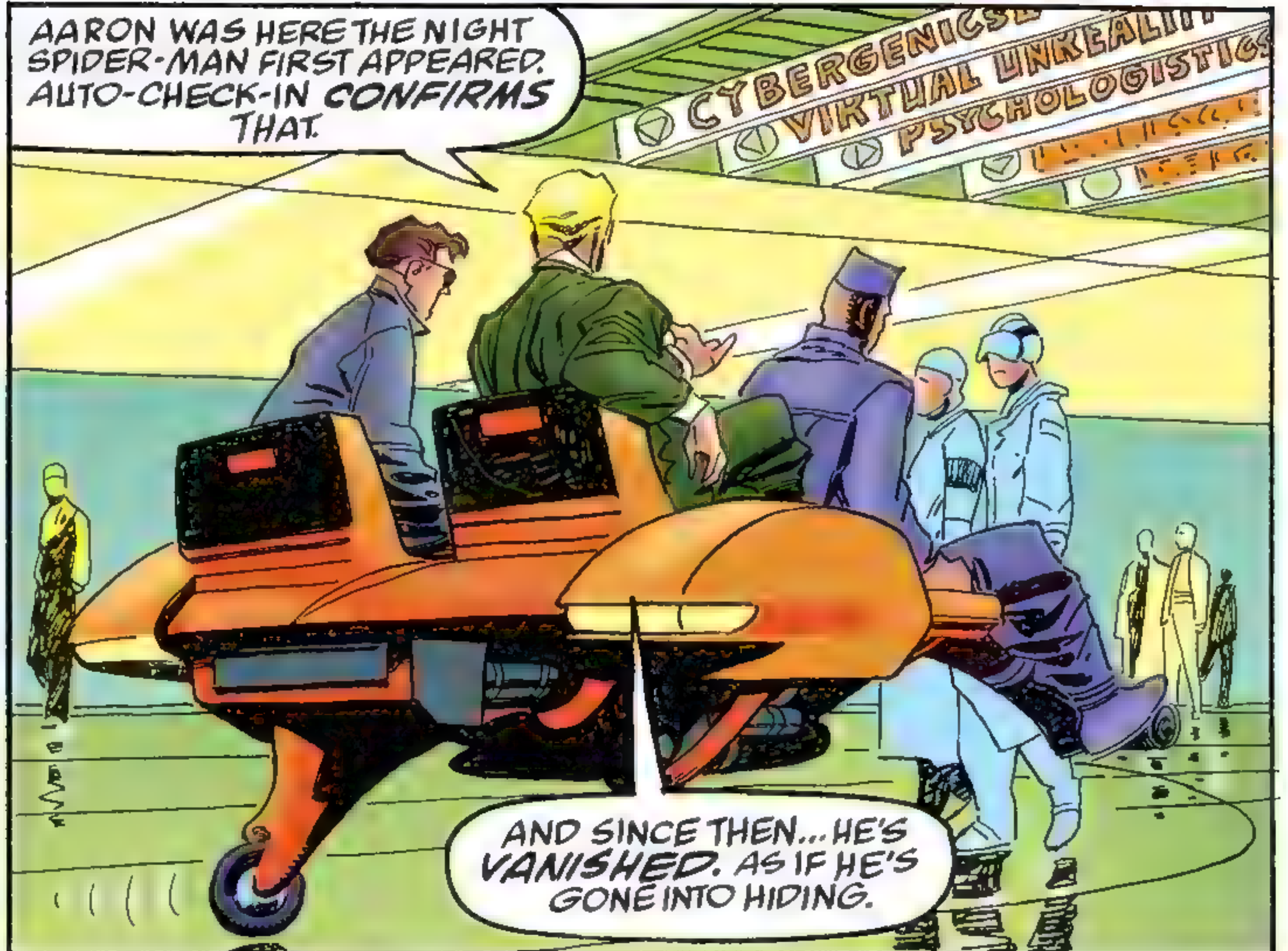
GENTLEMEN...  
PREPARE HER  
FOR EXPERIMENTATION.  
AND RUN  
HER THROUGH  
THE SHOWERS  
TWICE, PLEASE.  
— LORD  
KNOWS WHAT  
SHE'S BROUGHT  
IN WITH HER.





WHY WALK WHEN YOU CAN RIDE. RIGHT, MIKE?

I'M STILL WAITING, TY. WHAT'S AARON'S CONNECTION TO SPIDER-MAN?



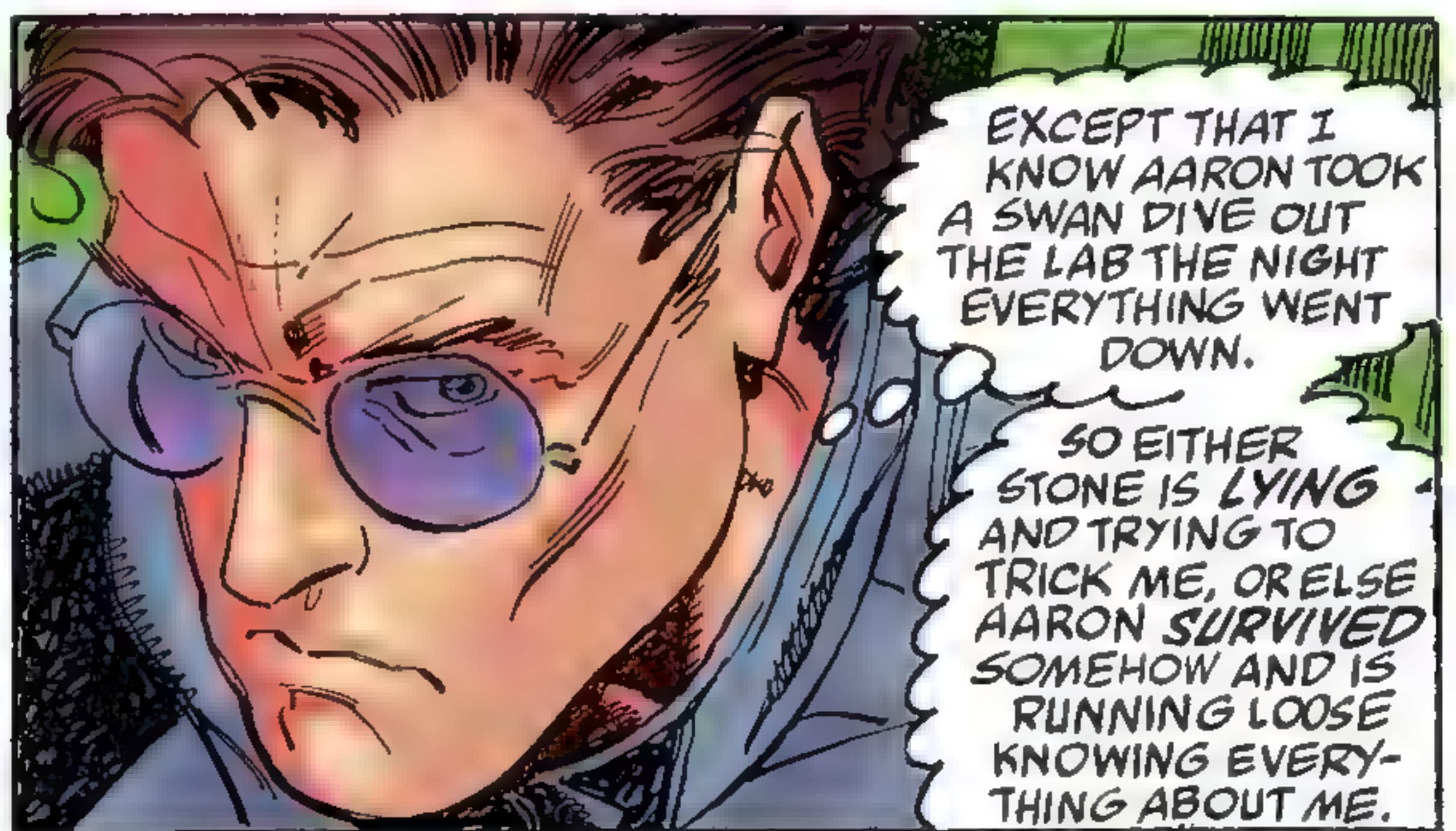
AARON WAS HERE THE NIGHT SPIDER-MAN FIRST APPEARED. AUTO-CHECK-IN CONFIRMS THAT.

AND SINCE THEN... HE'S VANISHED. AS IF HE'S GONE INTO HIDING.



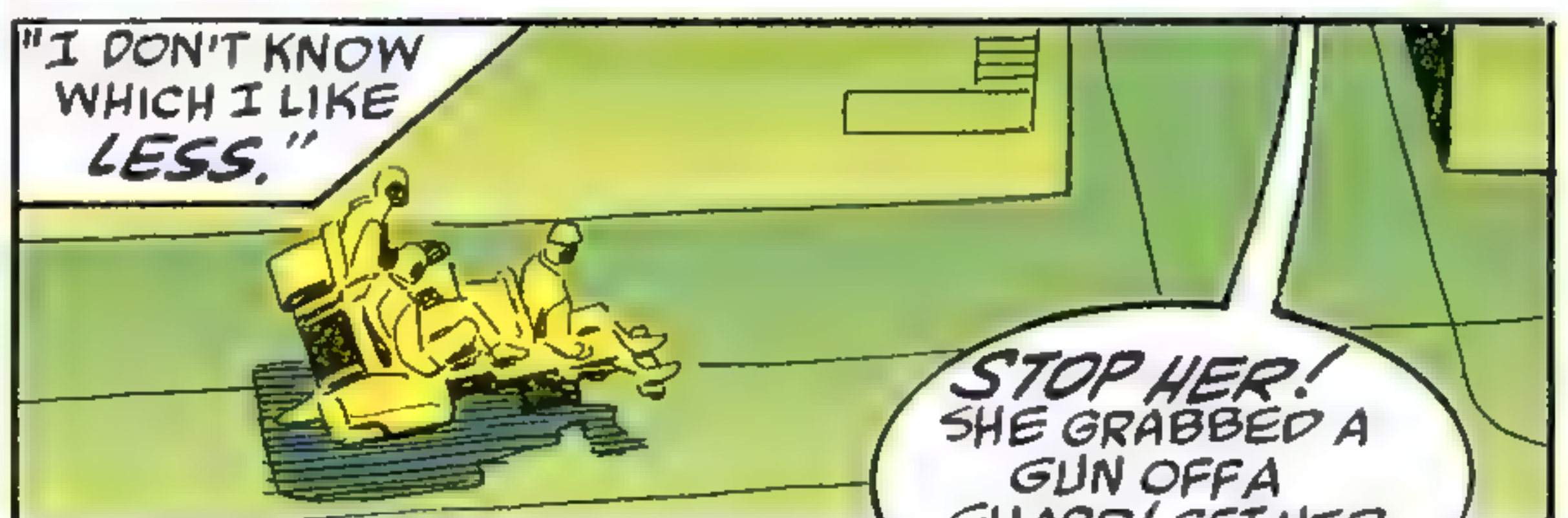
SOMETIMES YOU SIMPLY CAN'T IGNORE COINCIDENCE. IT WOULD BE FOOLISH, DON'T YOU THINK?

OH YEAH. VERY FOOLISH.



EXCEPT THAT I KNOW AARON TOOK A SWAN DIVE OUT THE LAB THE NIGHT EVERYTHING WENT DOWN.

SO EITHER STONE IS LYING AND TRYING TO TRICK ME, OR ELSE AARON SURVIVED SOMEHOW AND IS RUNNING LOOSE KNOWING EVERYTHING ABOUT ME.



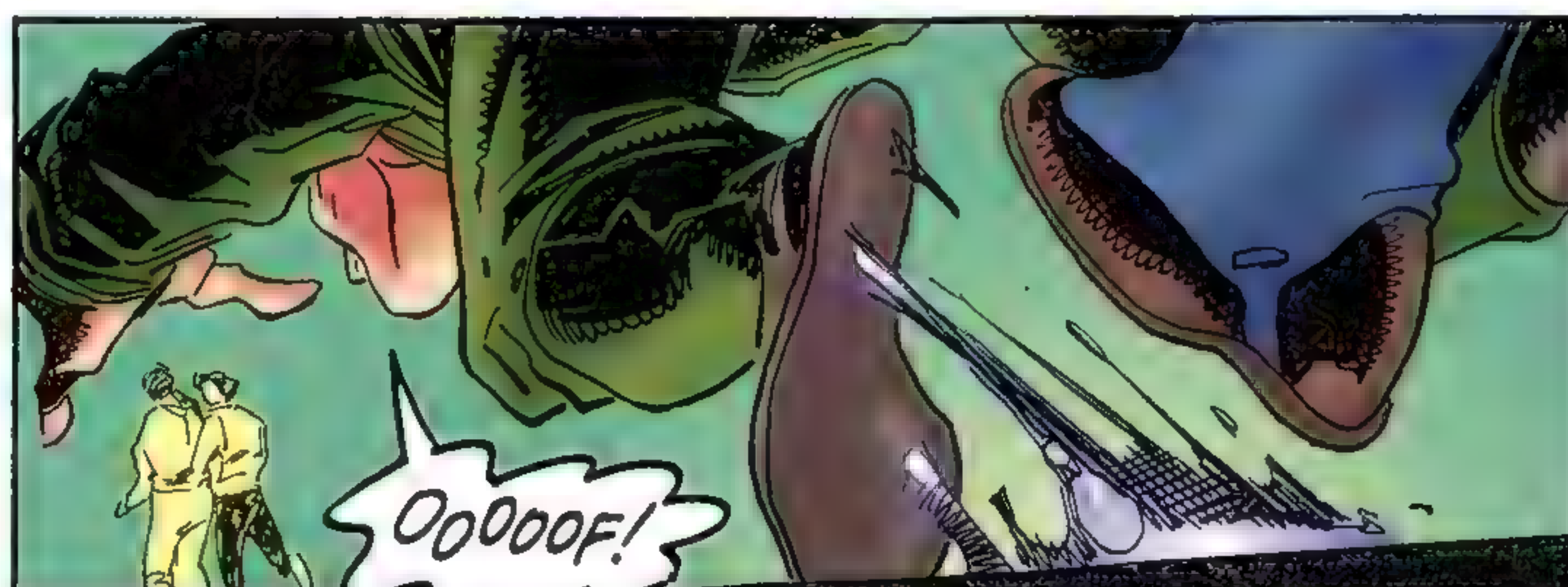
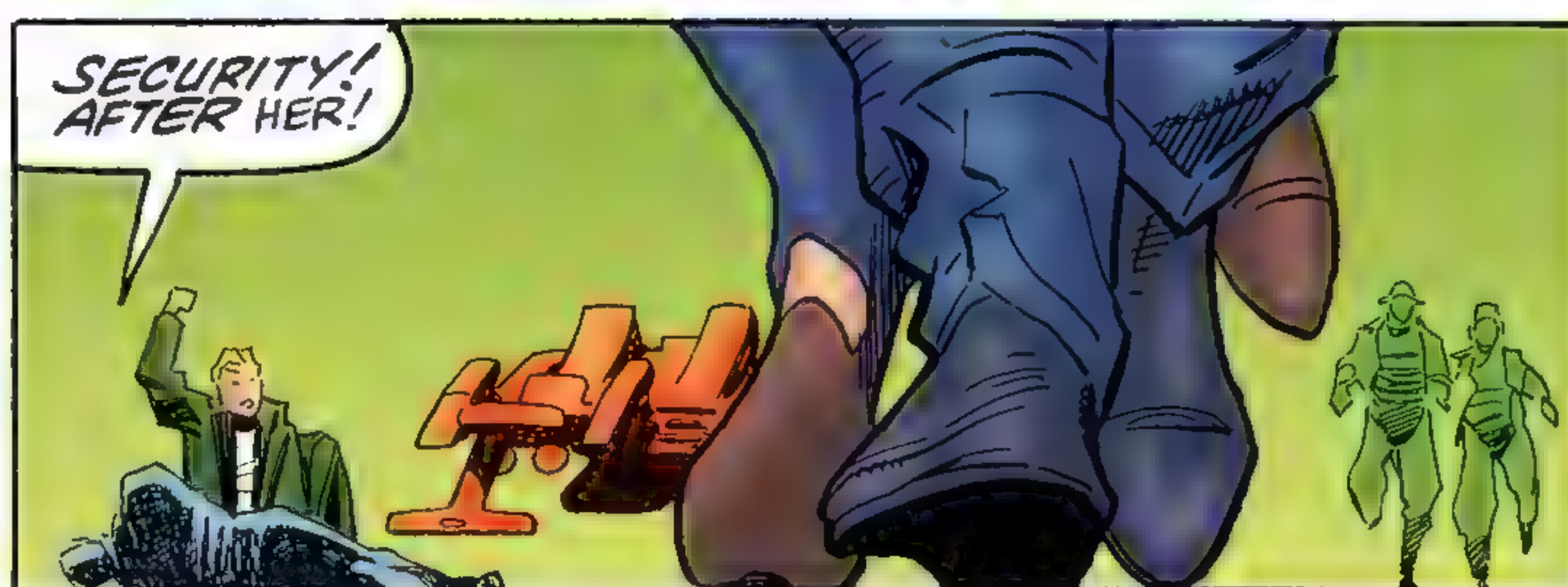
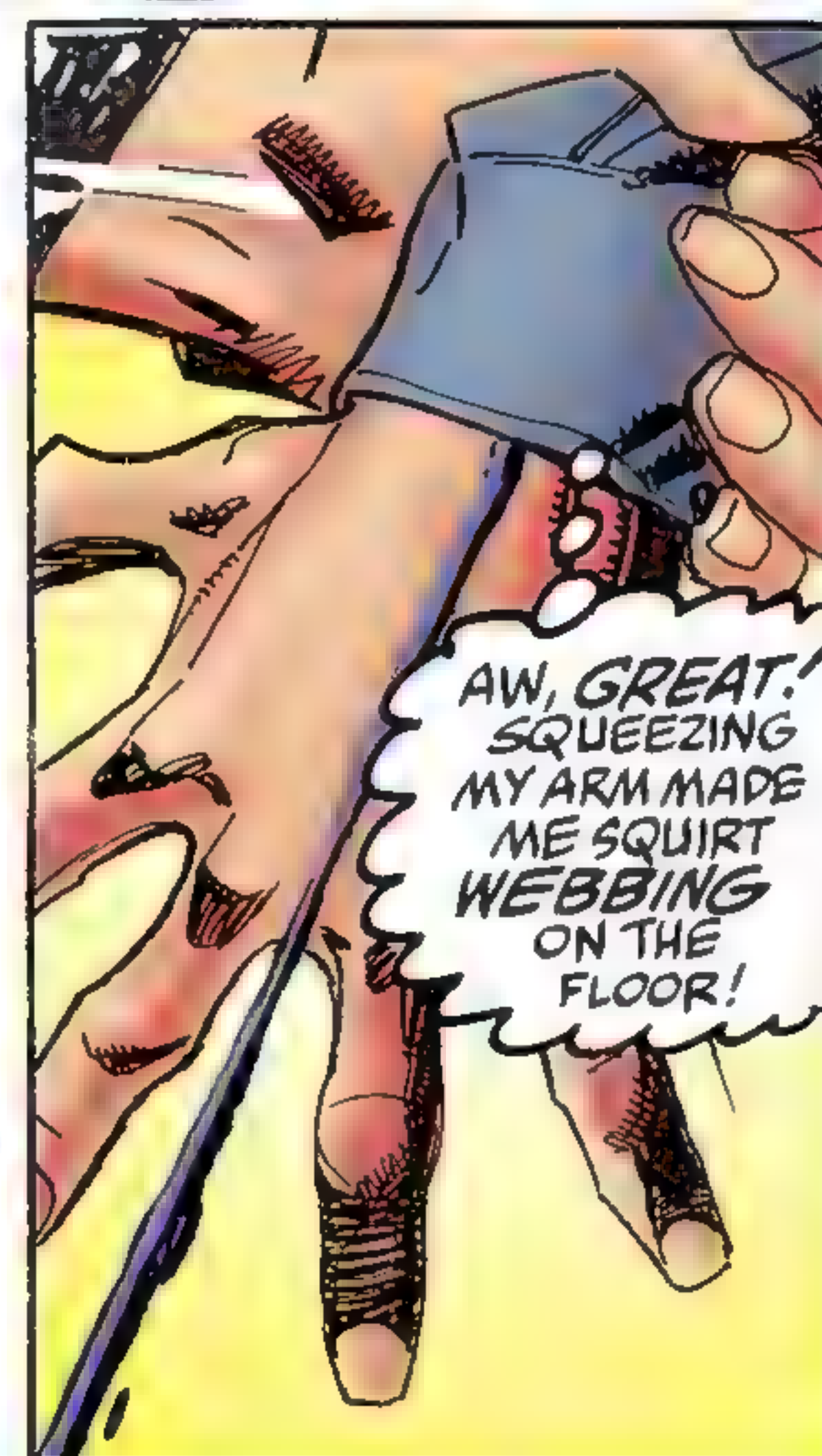
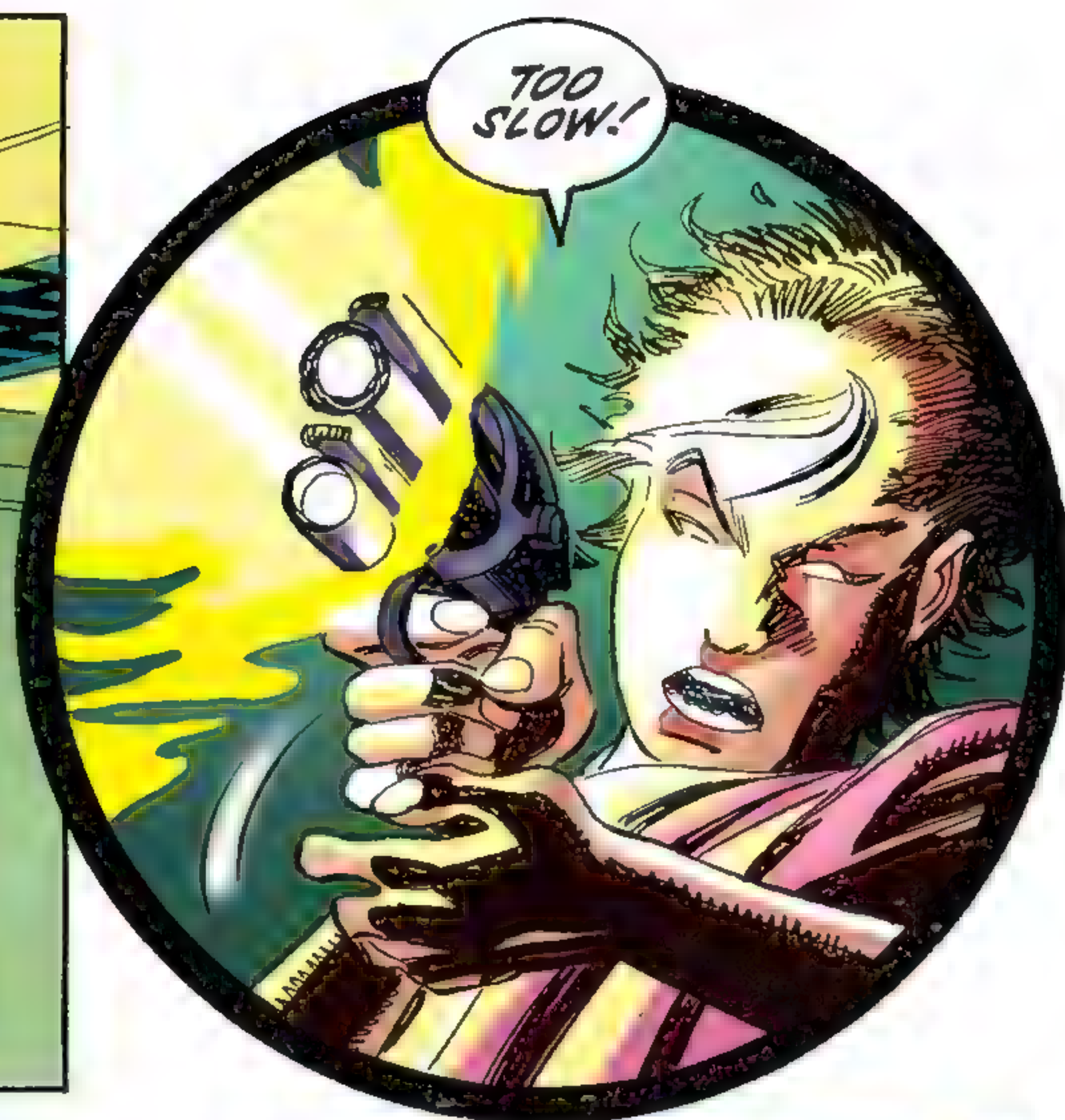
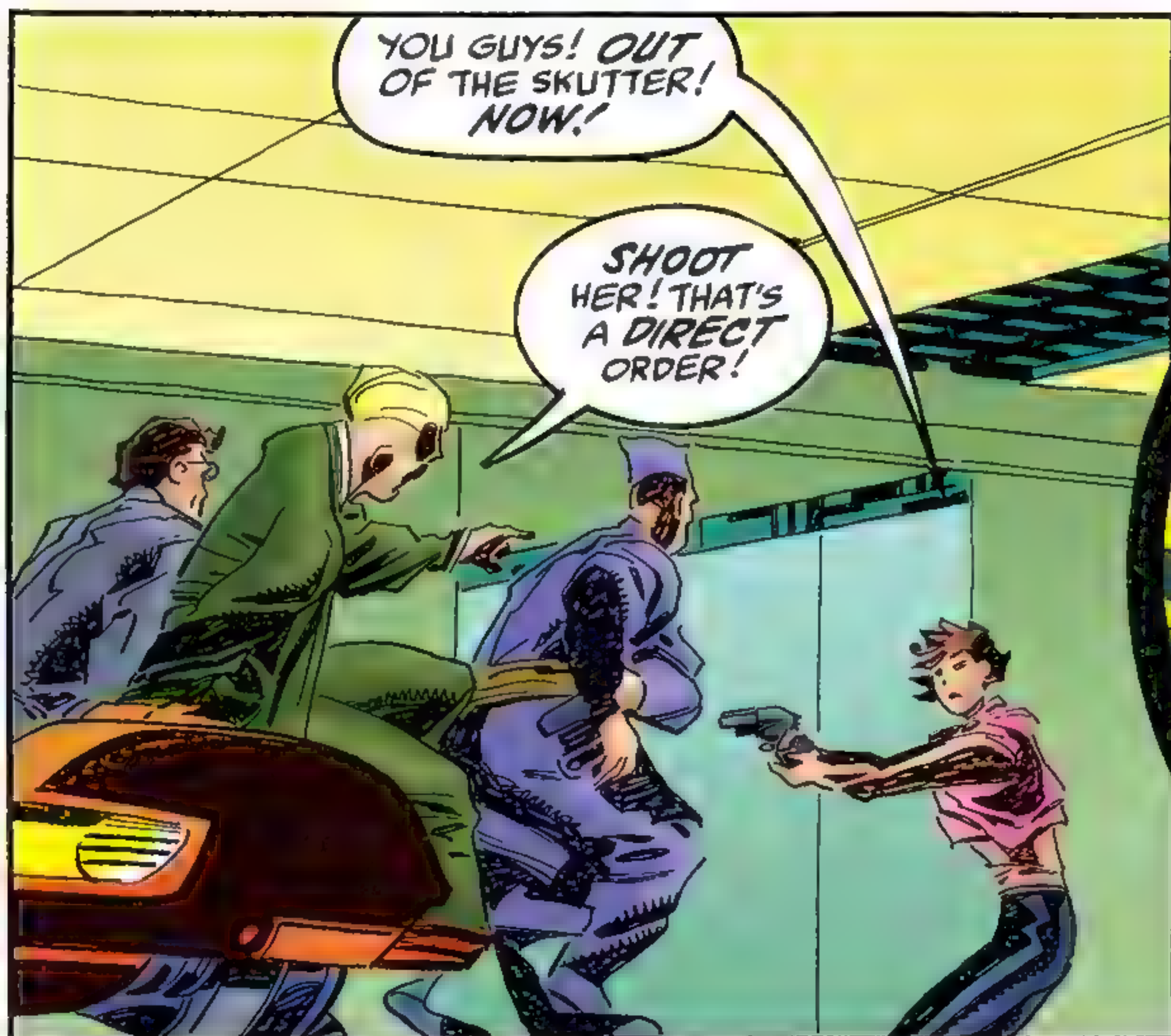
"I DON'T KNOW WHICH I LIKE LESS."

STOP HER! SHE GRABBED A GUN OFF A GUARD! GET HER BACK IN HERE!



FORGET IT! YOU'RE NOT RUNNING YOUR SICK EXPERIMENTS ON ME!







RESISTANCE SEEMS TO HAVE MELTED AWAY. YOU MUST BE **SOME** GOLDEN BOY, LEMON. WHAT'S YOUR NAME?

MIGUEL, MIGUEL O'HARA.

MIG... O'HARA?

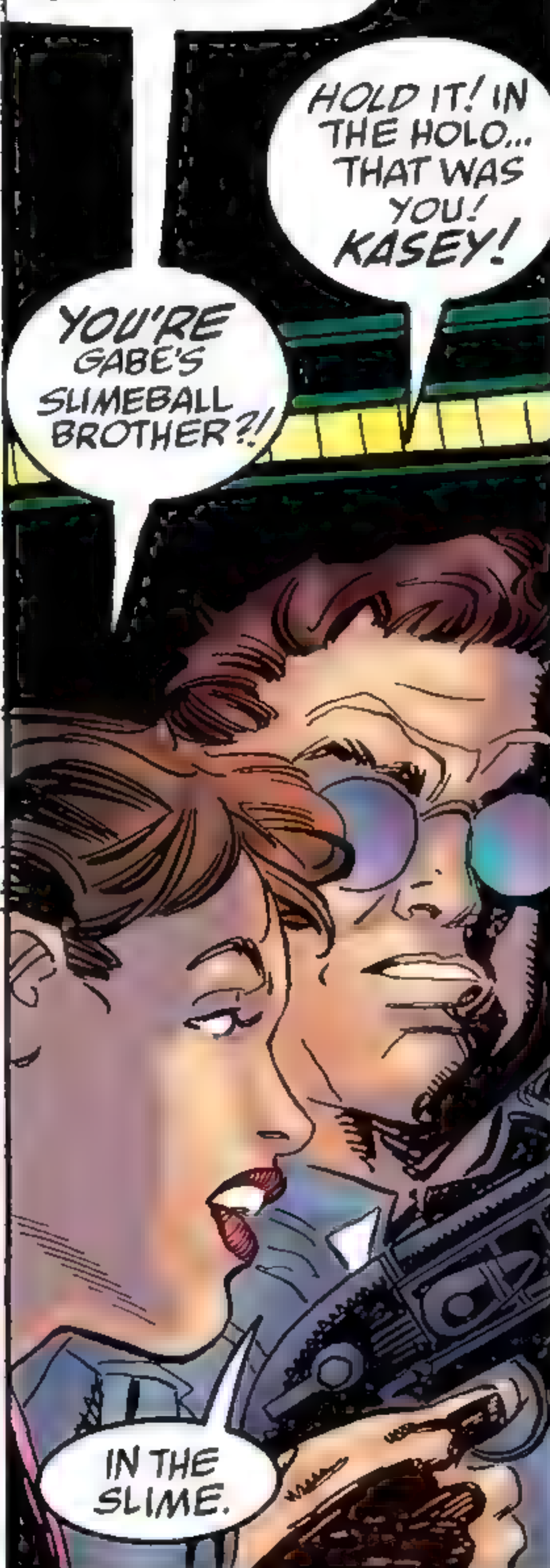


YOU... COULDN'T BE RELATED TO...

HOLD IT! IN THE HOLO... THAT WAS YOU! KASEY!

YOU'RE GABE'S SLIMEBALL BROTHER?!

IN THE SLIME.



THE PLACE YOU WORK FOR WAS GOING TO "EXPERIMENT" ON ME. BOUGHT OUT BY MY CRIMINAL RECORD.

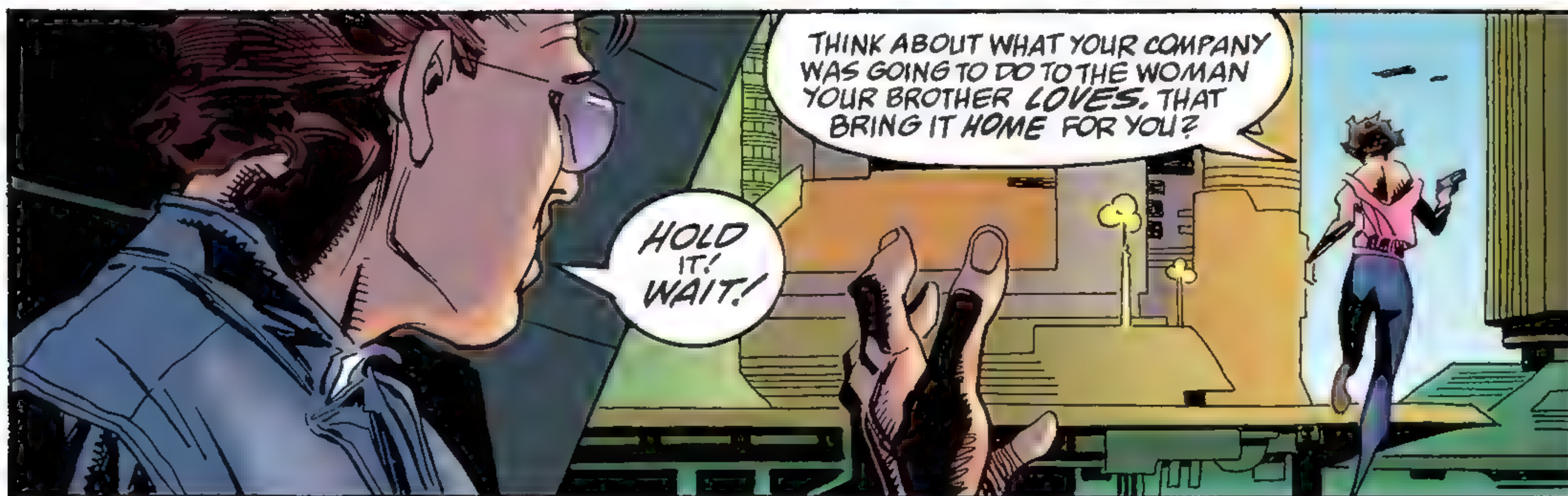
HOW'D YOU PICK UP A RECORD?

I SPOKE UP, DESTROYED SOME PROPERTY, THESE DAYS, DESTROYING THE WRONG PROPERTY CAN BE FATAL. YOU THINK ABOUT THAT.



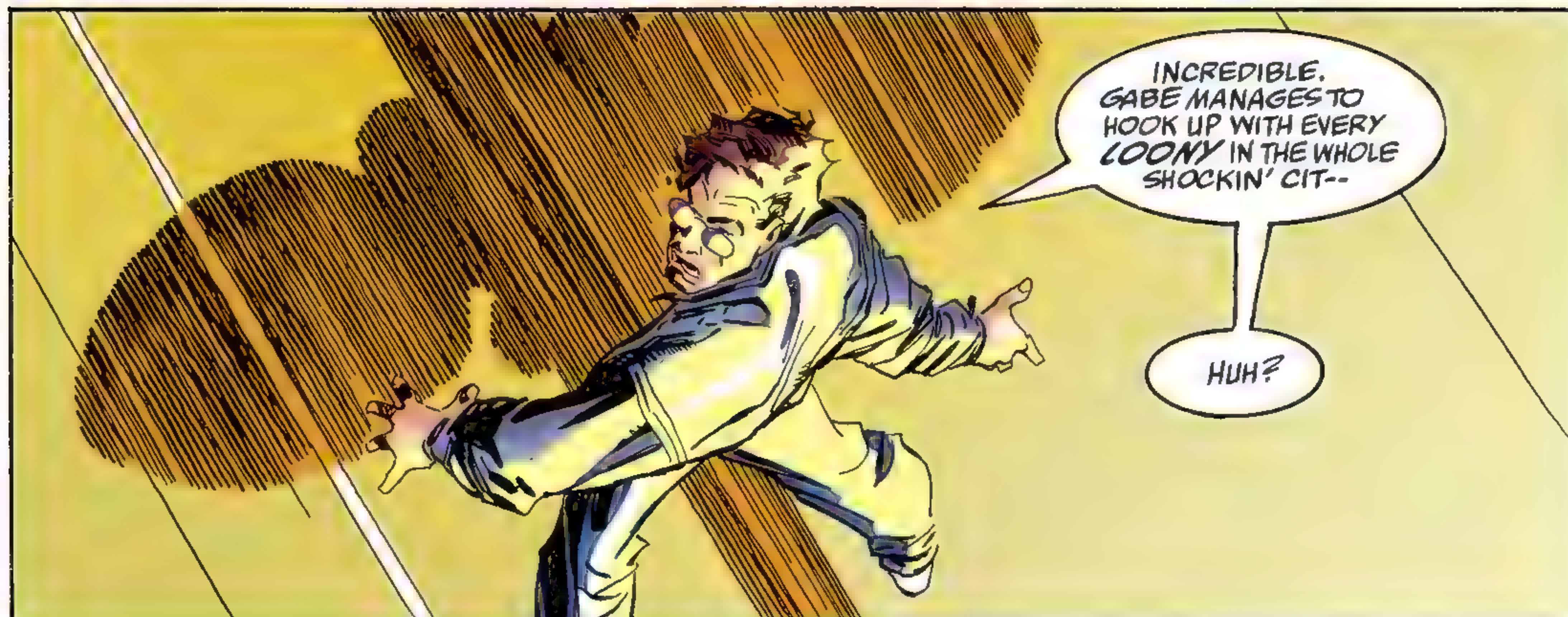
THINK ABOUT WHAT YOUR COMPANY WAS GOING TO DO TO THE WOMAN YOUR BROTHER LOVES. THAT BRING IT HOME FOR YOU?

HOLD IT! WAIT!

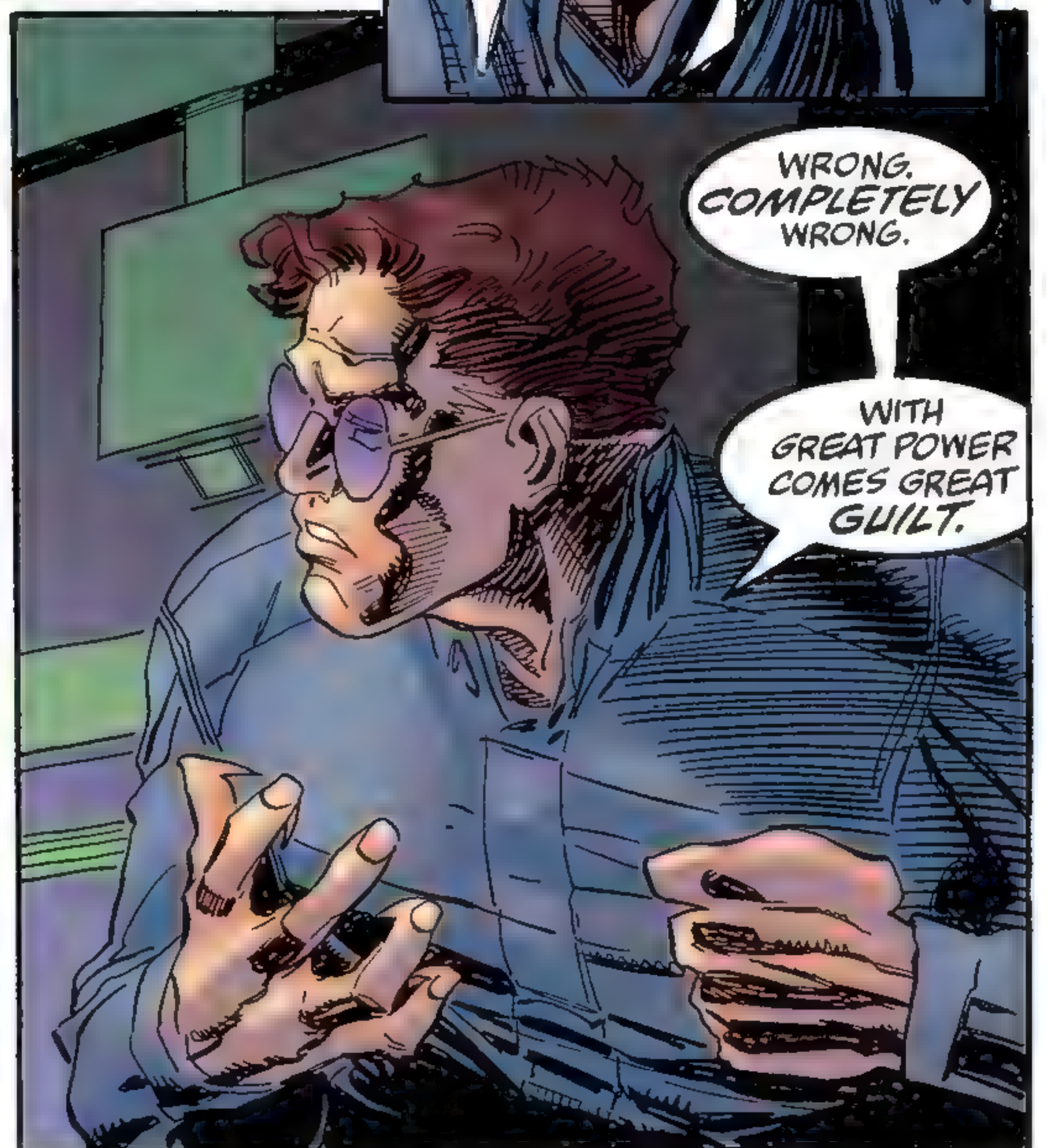
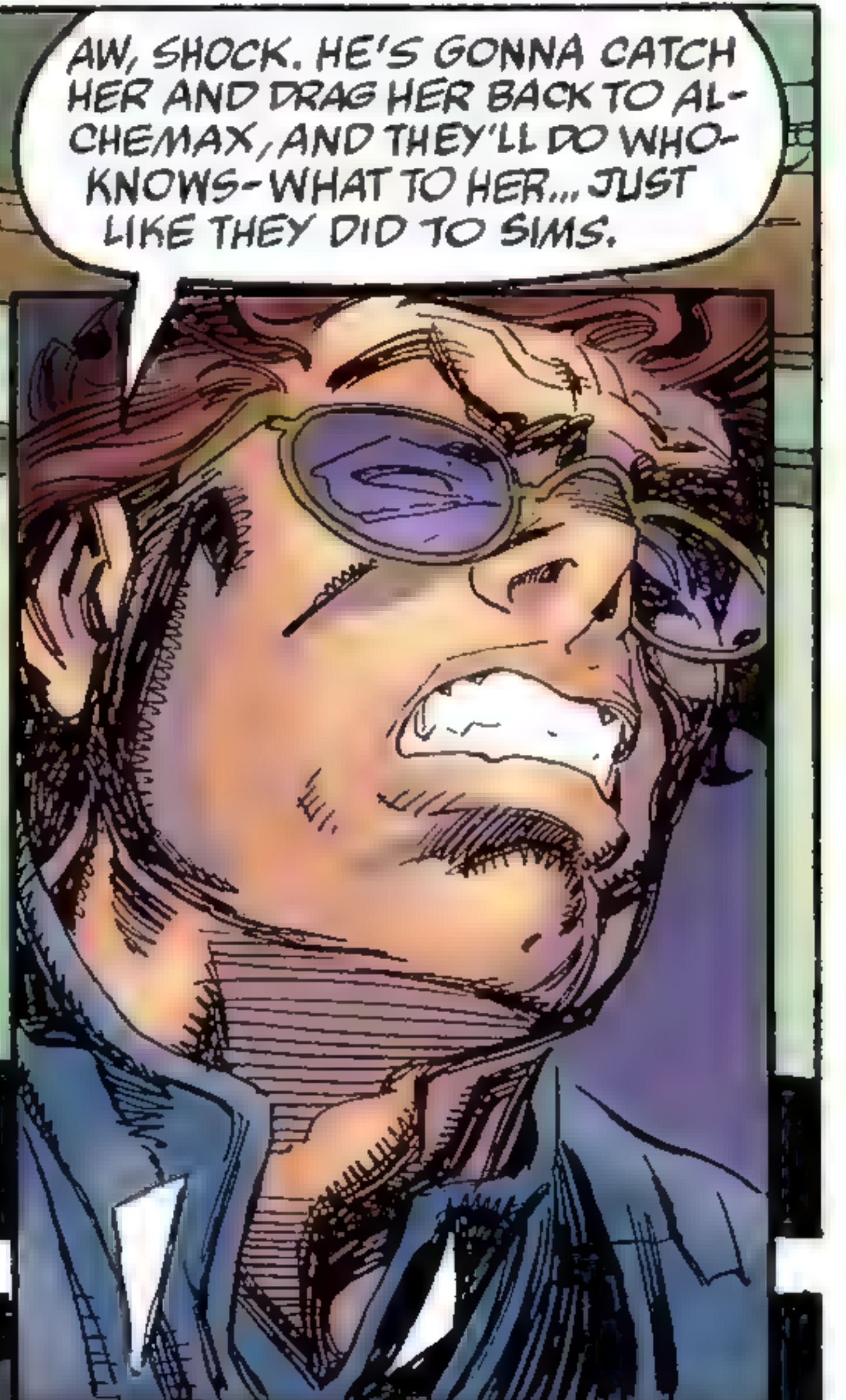
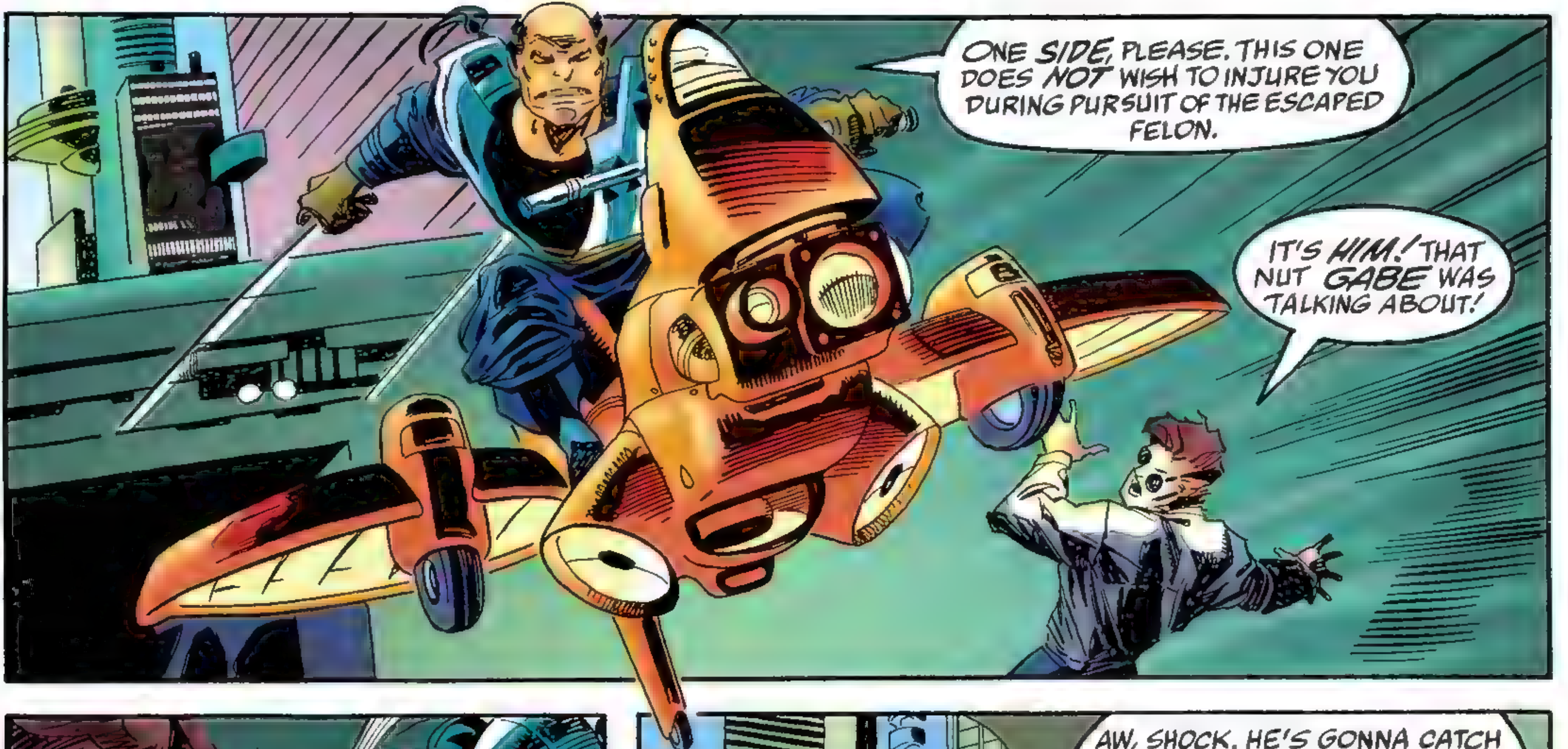


INCREDIBLE. GABE MANAGES TO HOOK UP WITH EVERY LOONY IN THE WHOLE SHOCKIN' CIT--

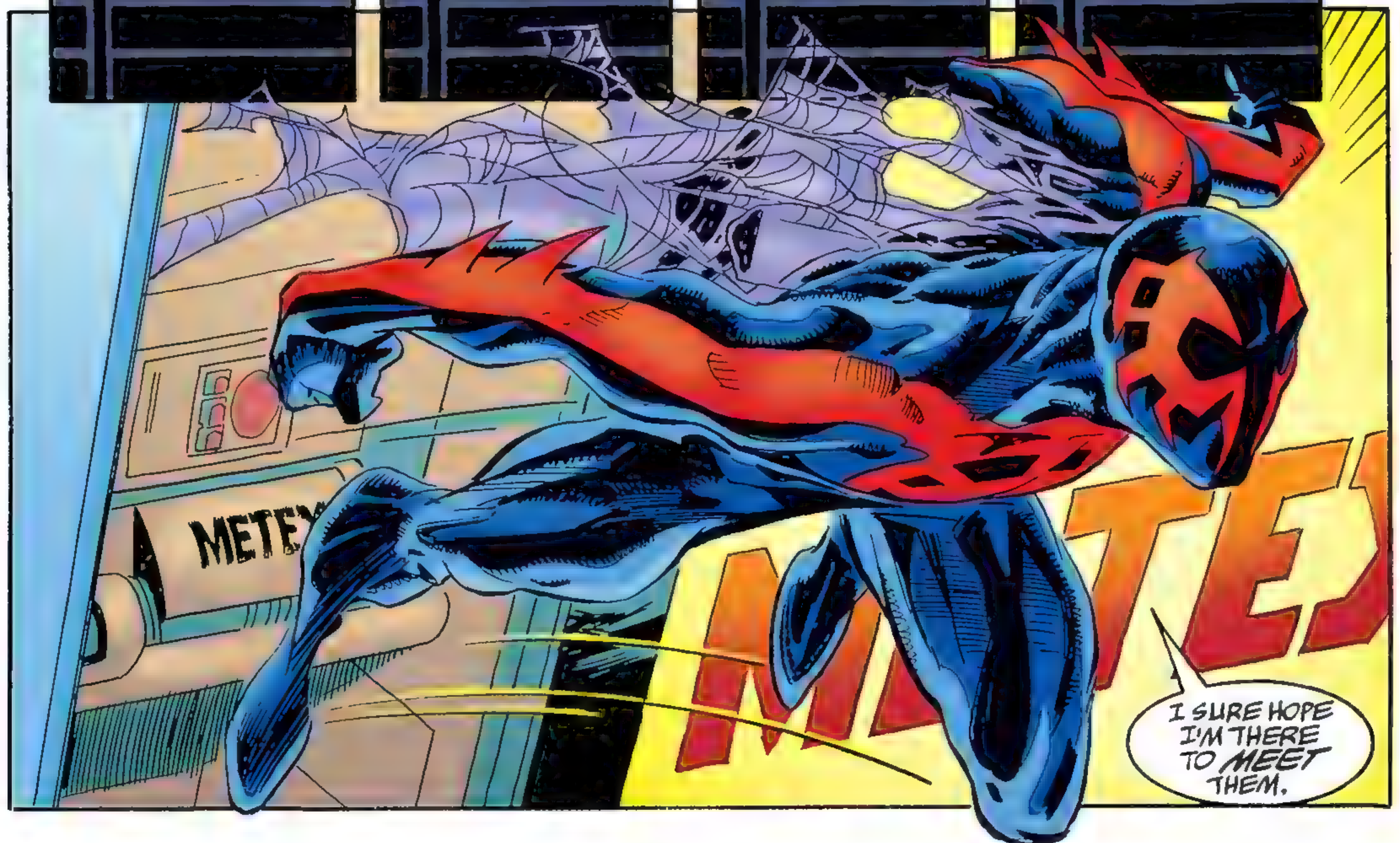
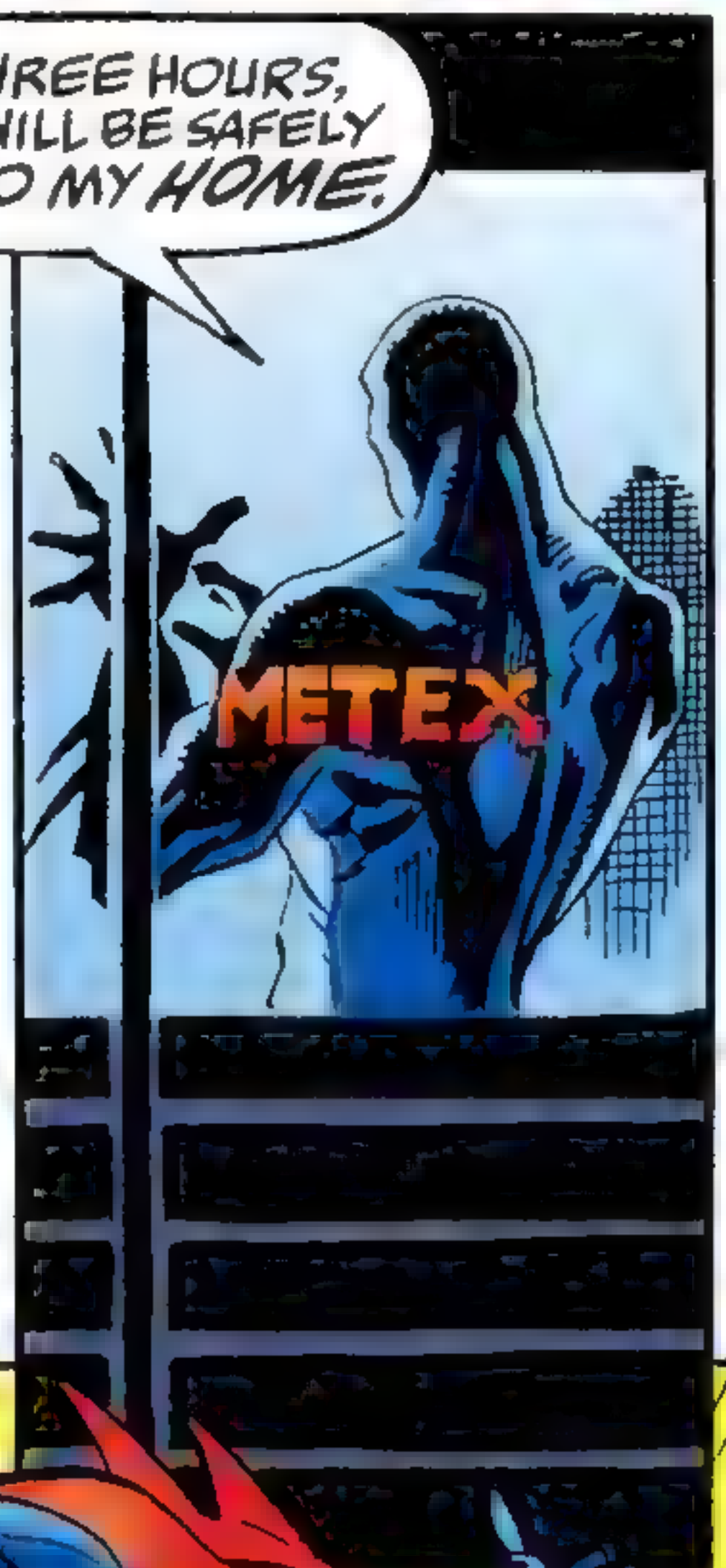
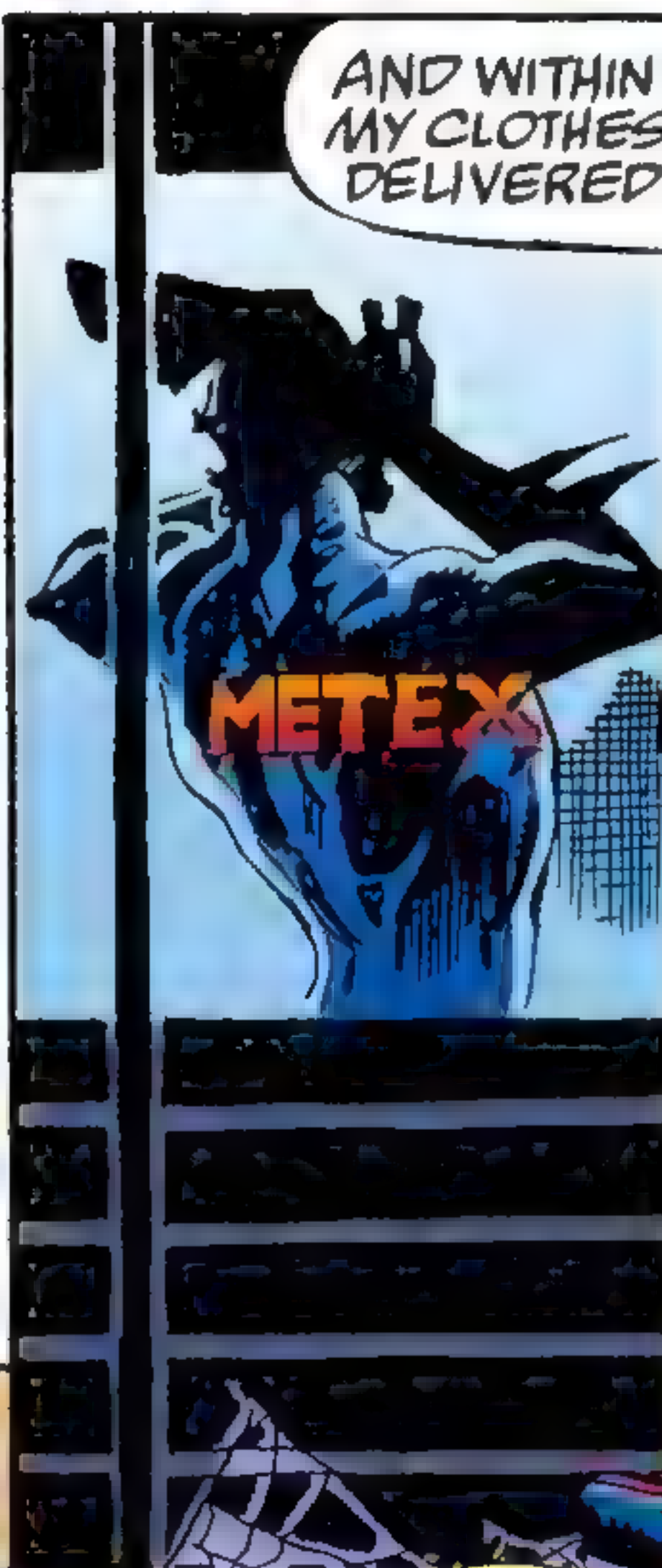
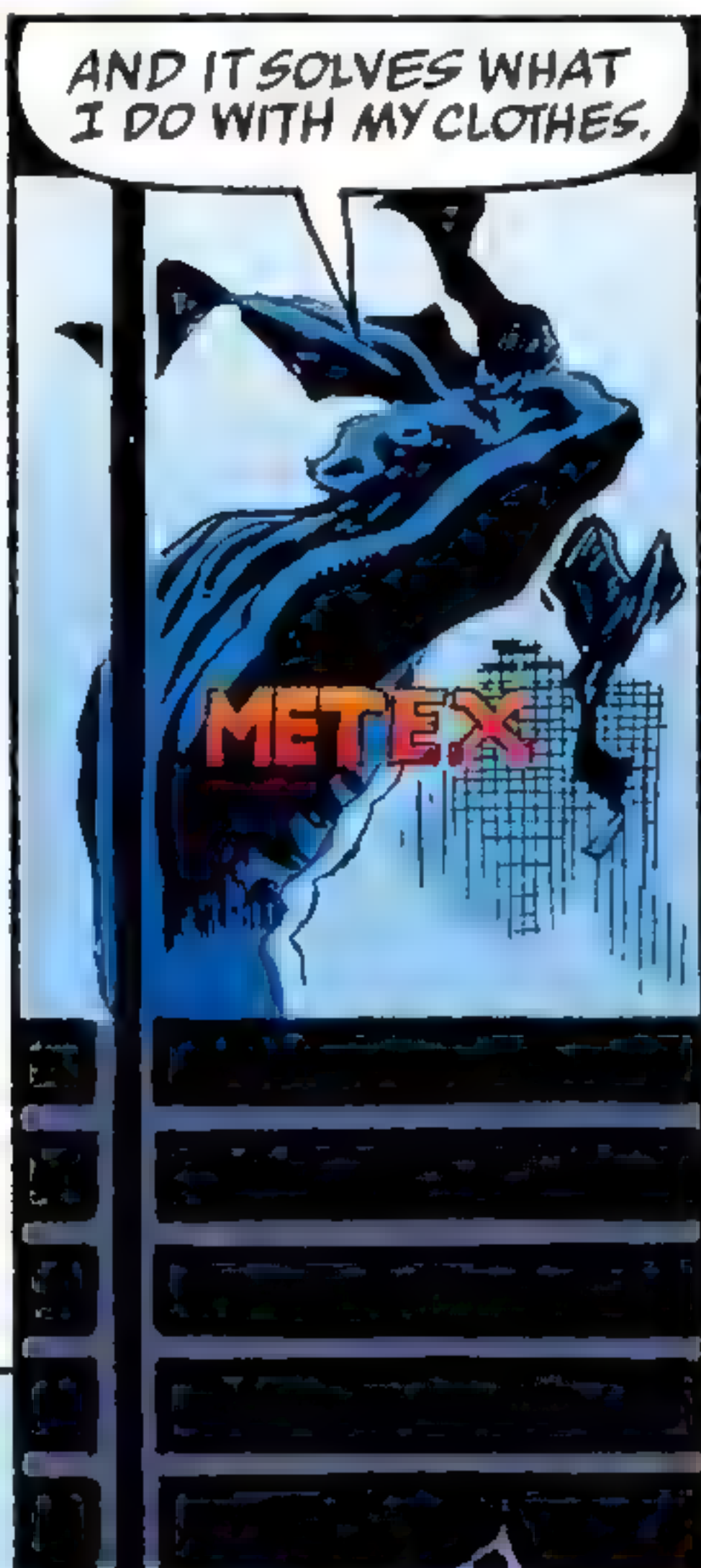
HUH?



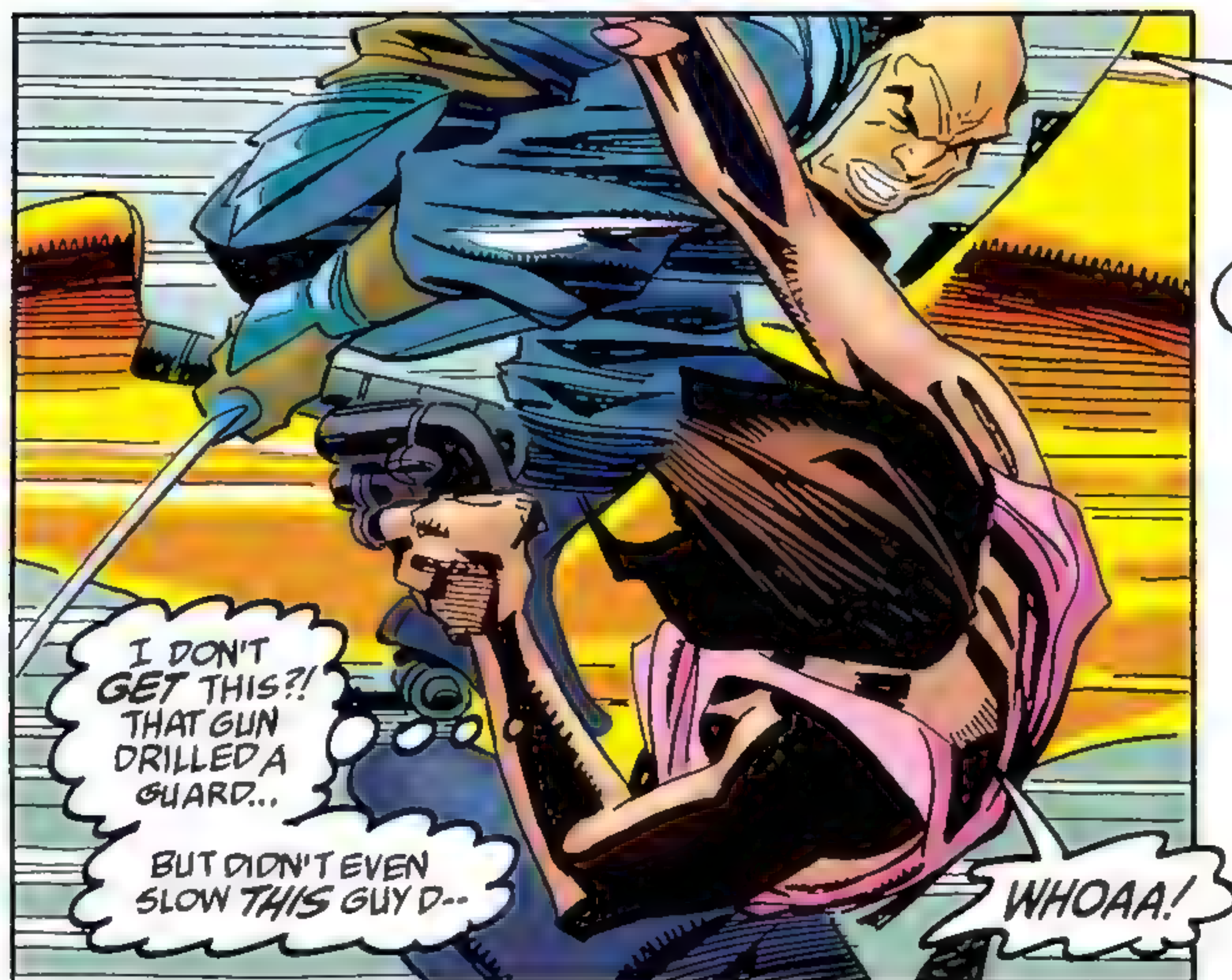
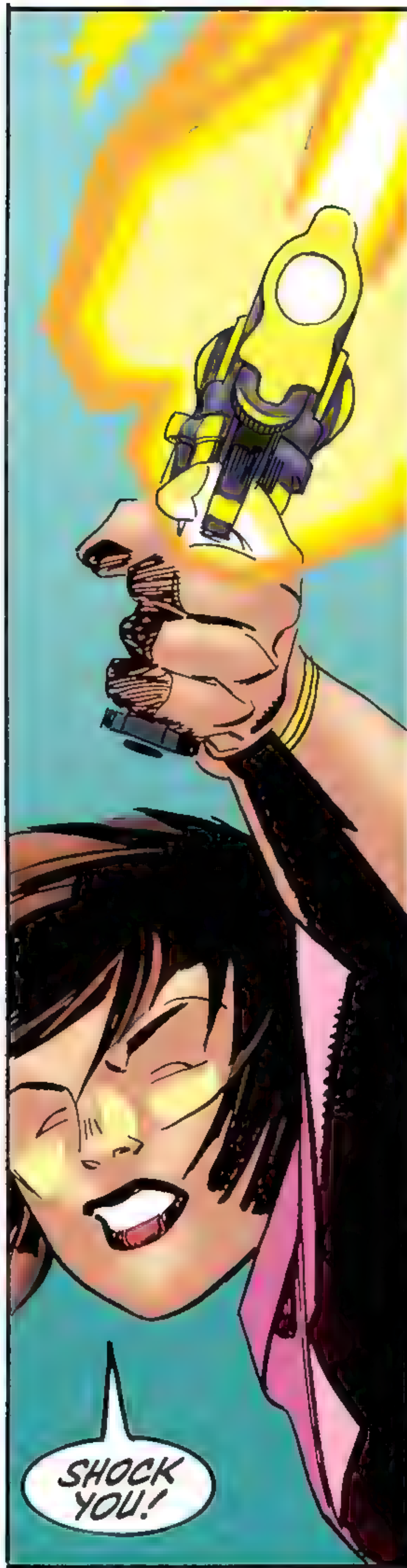
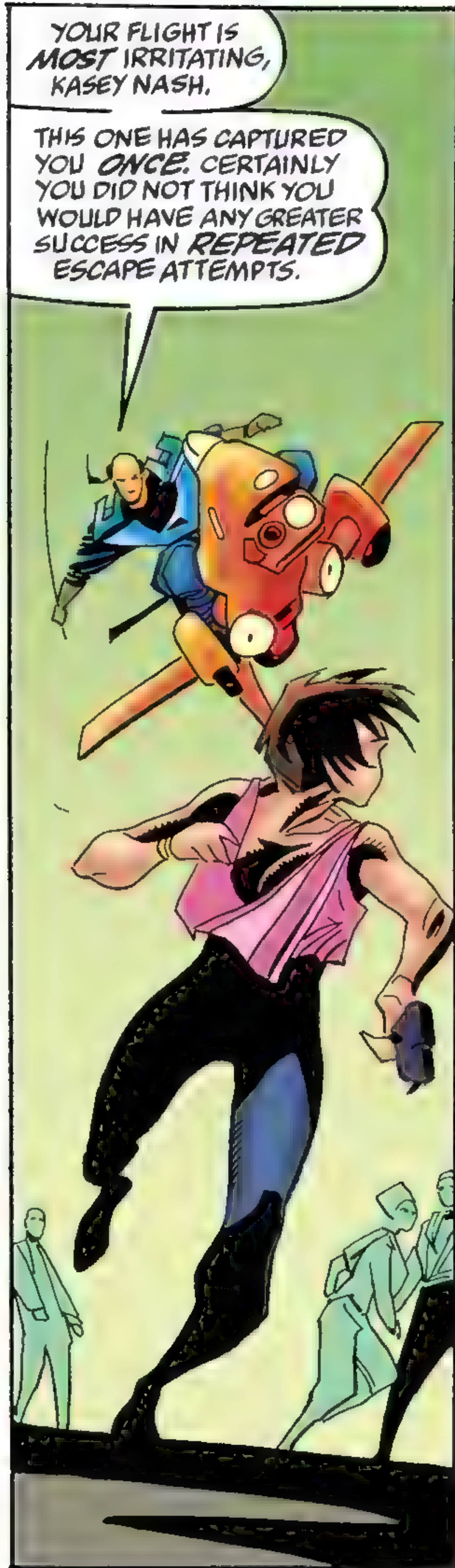




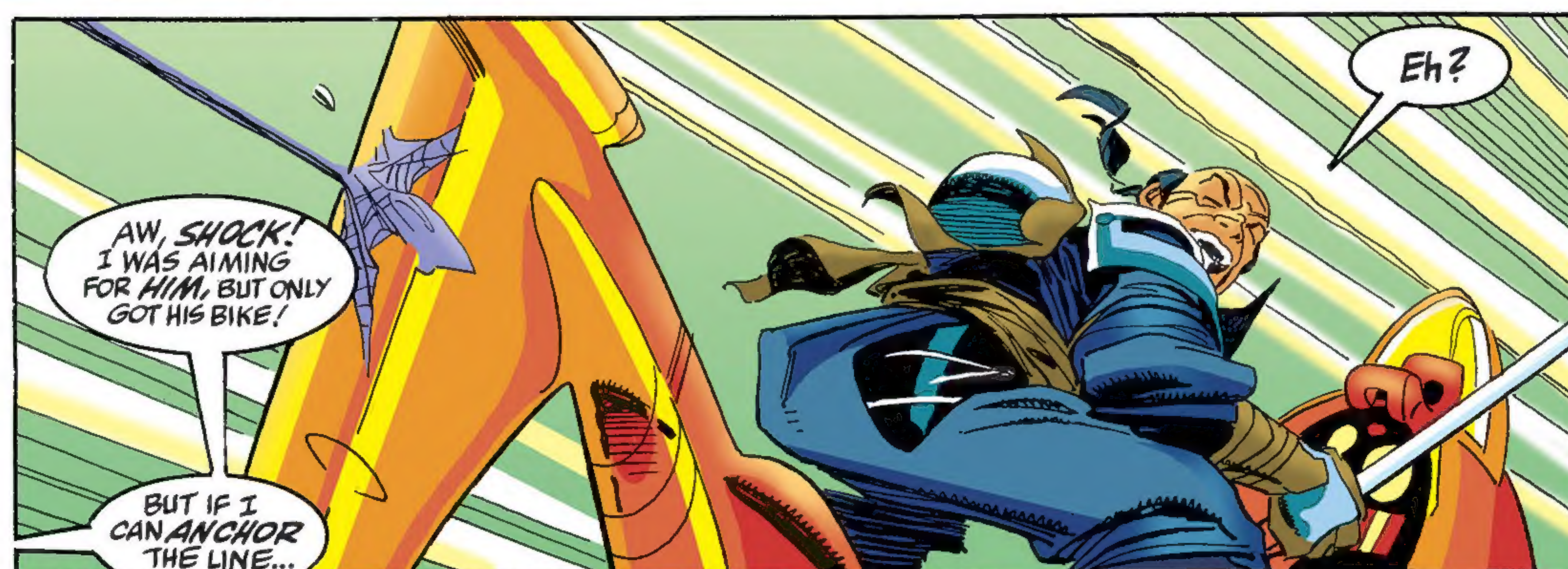
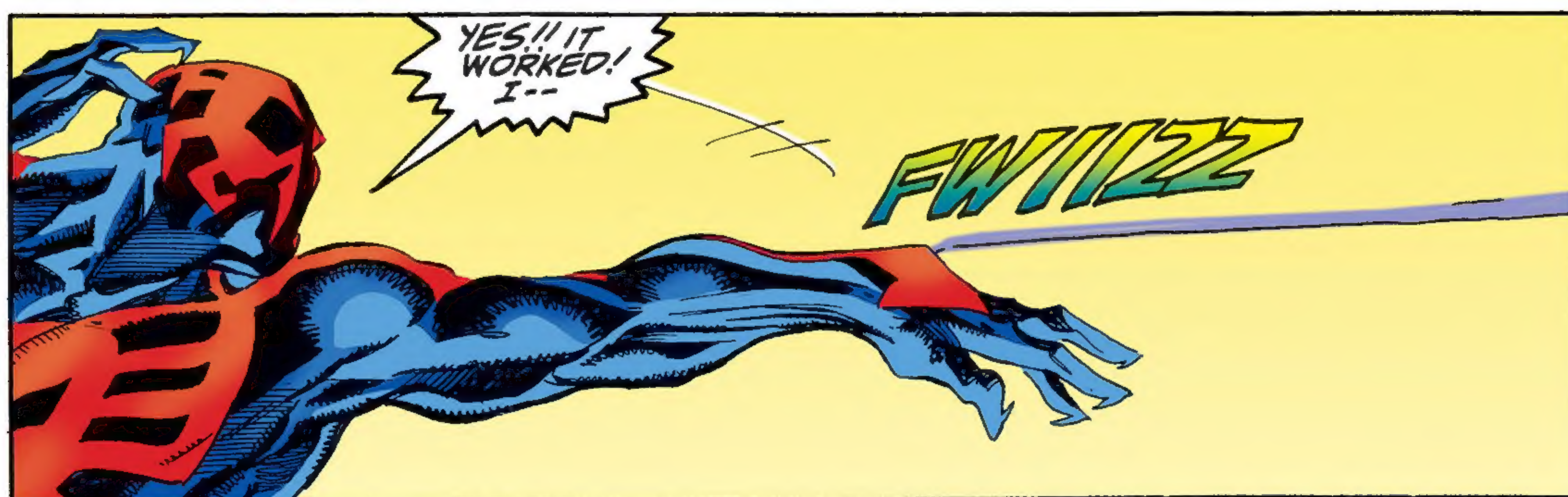
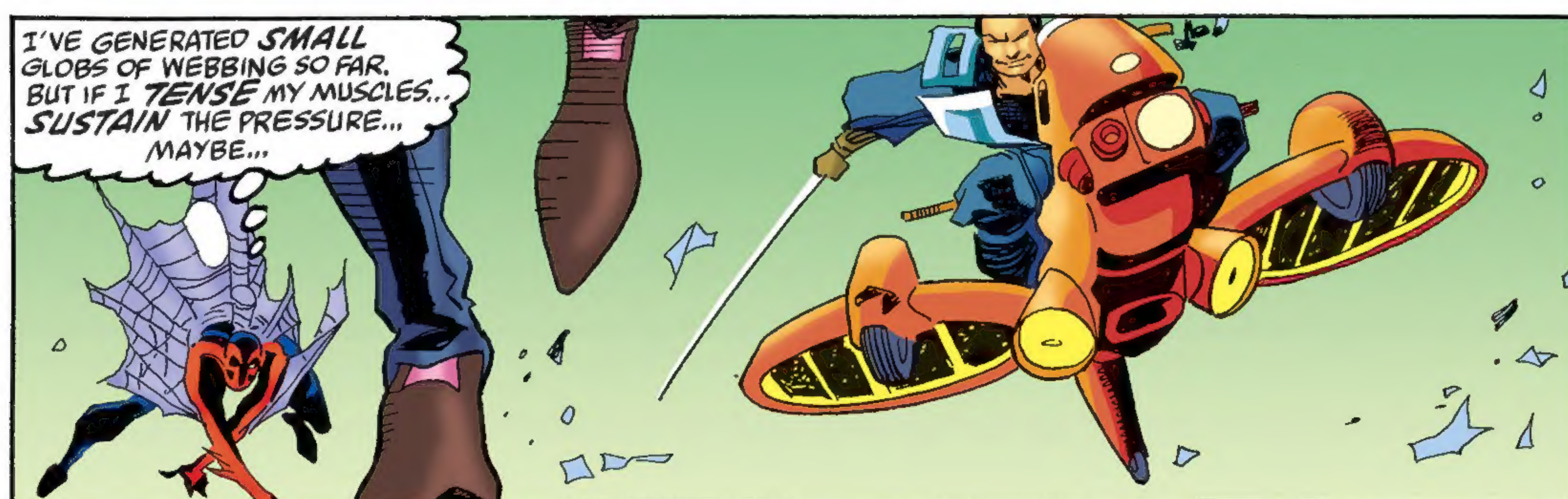
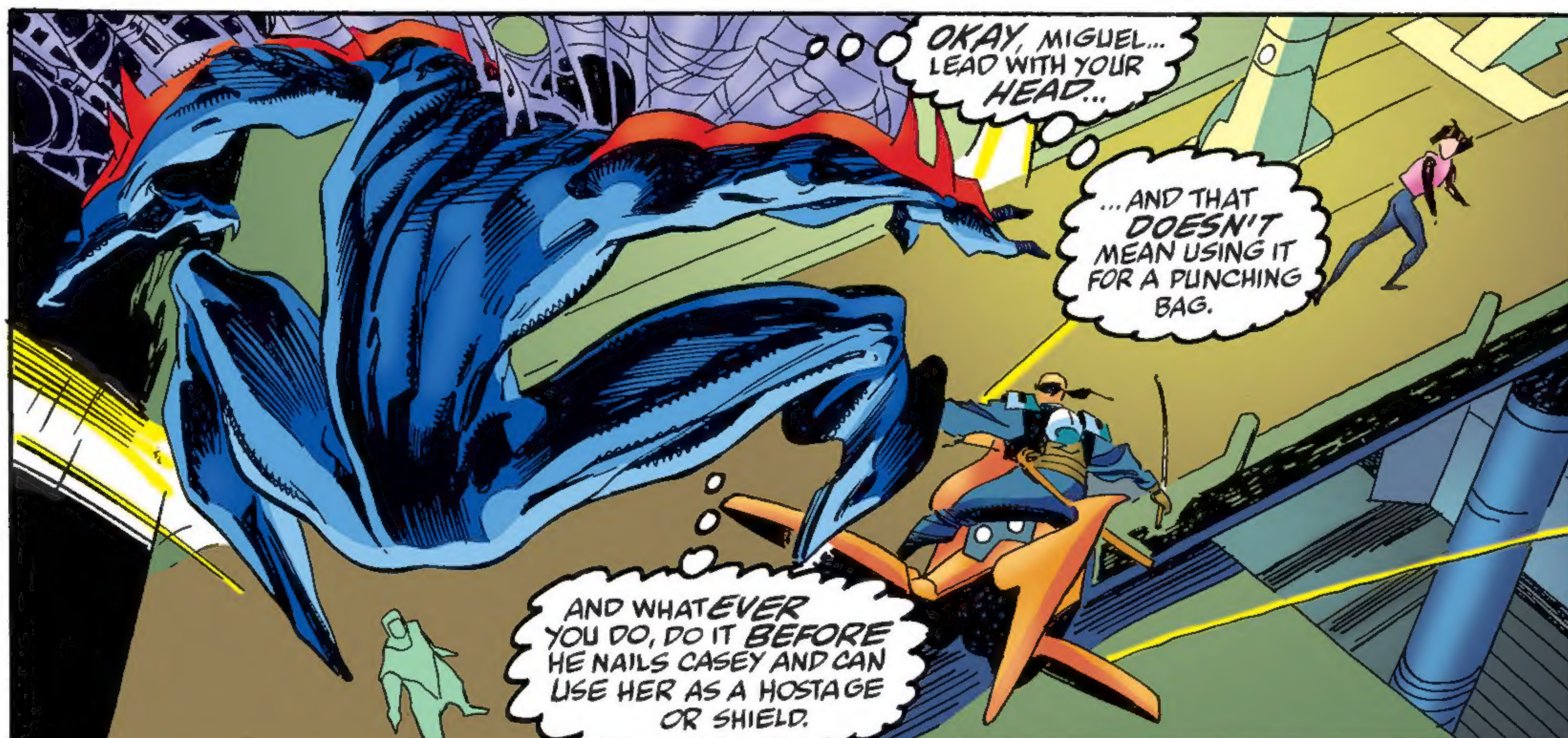














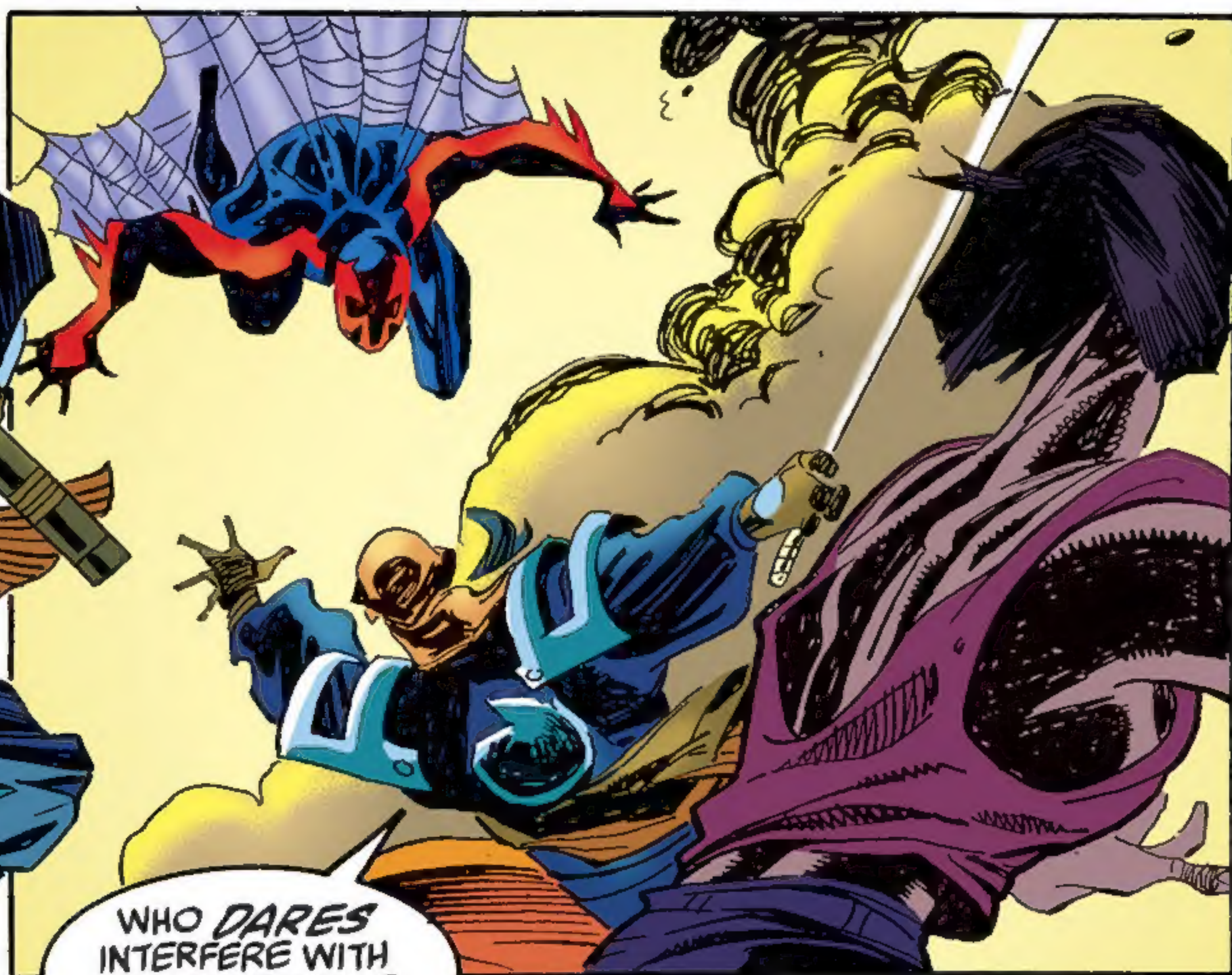


UNH!

WOW.

THIS  
STUFF'S  
STRONG.

RUN, LADY!  
LEAVE HIM TO  
ME!



WHO DARES  
INTERFERE WITH  
A MISSION OF THE  
SPECIALIST?



SPEAK!  
OR IS YOUR  
TONGUE  
PARALYZED  
WITH  
TERROR?



NO...

...IT'S...

...NOT.



OOOOOF!





Next:  
"BLOOD OATH"





Z  
O  
N  
G